

*No securities regulatory authority has expressed an opinion about these securities and it is an offence to claim otherwise.*



## PROSPECTUS

Initial Public Offering and Continuous Distribution

June 25, 2019

This prospectus qualifies the distribution of units (the “Units”) of the following exchange-traded funds (each a “Mackenzie ETF” and together the “Mackenzie ETFs”):

### Mackenzie Index ETFs

**Mackenzie Maximum Diversification Canada Index ETF (“MKC”)**

**Mackenzie Maximum Diversification US Index ETF (“MUS”)**

**Mackenzie Maximum Diversification Developed Europe Index ETF (“MEU”)**

**Mackenzie Maximum Diversification All World Developed Index ETF (“MWD”)**

**Mackenzie Maximum Diversification Emerging Markets Index ETF (“MEE”)**

**Mackenzie Maximum Diversification All World Developed ex North America Index ETF (“MXU”)**

(collectively, the “Mackenzie Maximum Diversification Index ETFs”)

**Mackenzie China A-Shares CSI 300 Index ETF (“QCH”) (the “Mackenzie CSI Index ETF”)**

**Mackenzie Canadian Large Cap Equity Index ETF (“QCE”)**

**Mackenzie Canadian Equity Index ETF (“QCN”)**

**Mackenzie US Large Cap Equity Index ETF (“QUU”)**

**Mackenzie US Large Cap Equity Index ETF (CAD-Hedged) (“QAH”)**

**Mackenzie International Equity Index ETF (“QDX”)**

**Mackenzie International Equity Index ETF (CAD-Hedged) (“QDXH”)**

**Mackenzie Canadian Aggregate Bond Index ETF (“QBB”)**

**Mackenzie Canadian Short-Term Bond Index ETF (“QSB”)**

**Mackenzie Canadian All Corporate Bond Index ETF (“QCB”)**

**Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged) (“QEBH”)**

**Mackenzie Emerging Markets Local Currency Bond Index ETF (“QEBL”)**

**Mackenzie US TIPS Index ETF (CAD-Hedged) (“QTIP”)**

**Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged) (“QUIG”)**

**Mackenzie US High Yield Bond Index ETF (CAD-Hedged) (“QHY”)**

(collectively, the “Mackenzie Solactive Index ETFs” and, together with the Mackenzie Maximum Diversification Index ETFs, and the Mackenzie CSI Index ETF, the “Mackenzie Index ETFs”)

### Mackenzie Active ETFs

**Mackenzie Canadian Short Term Fixed Income ETF (“MCSB”)**

**Mackenzie Core Plus Canadian Fixed Income ETF (“MKB”)**

**Mackenzie Core Plus Global Fixed Income ETF (“MGB”)**

**Mackenzie Floating Rate Income ETF (“MFT”)**

**Mackenzie Global High Yield Fixed Income ETF (“MHYB”)  
Mackenzie Unconstrained Bond ETF (“MUB”)**

(collectively, the “**Mackenzie Fixed Income Active ETFs**”)

**Mackenzie Global Leadership Impact ETF (“MWMN”)  
Mackenzie Ivy Global Equity ETF (“MIVG”)  
Mackenzie Portfolio Completion ETF (“MPCF”)**

(collectively, the “**Mackenzie Equity Active ETFs**” and, together with the Mackenzie Fixed Income Active ETFs, the “**Mackenzie Active ETFs**”)

The Mackenzie ETFs are exchange-traded mutual funds established as trusts under the laws of the Province of Ontario.

Mackenzie Financial Corporation (the “**Manager**”), a registered portfolio manager and investment fund manager, is the trustee, manager, portfolio manager and promoter of the Mackenzie ETFs and is responsible for the administration of the Mackenzie ETFs. See “**Organization and Management Details of the Mackenzie ETFs**”.

The Manager has retained Impax Asset Management LLC (the “**Sub-advisor**”) to act as sub-adviser in respect of Mackenzie Global Leadership Impact ETF. See “**Organization and Management Details of the Mackenzie ETFs – Sub-advisor**”.

**Investment Objectives**

**Mackenzie Index ETFs**

The Mackenzie Index ETFs are exchange-traded funds established as trusts under the laws of the Province of Ontario. Each Mackenzie Index ETF seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of an Index (as defined herein). See “**Investment Objectives – Investment Objectives of the Mackenzie Index ETFs**”.

**Mackenzie Active ETFs**

***Mackenzie Canadian Short Term Fixed Income ETF***

Mackenzie Canadian Short Term Fixed Income ETF seeks to provide a steady flow of income with an emphasis on capital preservation by investing mainly in fixed-income securities issued in Canada by governments, government-related entities and corporations. Mackenzie Canadian Short Term Fixed Income ETF will generally invest in high quality fixed-income securities with relatively shorter terms to maturity.

***Mackenzie Core Plus Canadian Fixed Income ETF***

Mackenzie Core Plus Canadian Fixed Income ETF seeks to provide a steady flow of income with an emphasis on capital preservation by investing primarily in investment-grade Canadian government, corporate fixed-income and/or asset-backed securities, in each case with maturities of more than one year.

***Mackenzie Core Plus Global Fixed Income ETF***

Mackenzie Core Plus Global Fixed Income ETF seeks to provide a steady flow of income with an emphasis on capital preservation by investing primarily in investment-grade fixed-income securities denominated in Canadian or foreign currencies that are issued by companies or governments.

***Mackenzie Floating Rate Income ETF***

Mackenzie Floating Rate Income ETF seeks to generate current income by investing primarily in floating rate debt instruments and/or high yield debt securities of issuers located anywhere in the world.

**Mackenzie Floating Rate Income ETF invests in senior loans, which are generally rated below investment grade debt. Settlement periods for senior secured loans may be longer than for other types of debt securities, such as corporate bonds. Mackenzie Floating Rate Income ETF is not a substitute for holding cash or money market securities.**

***Mackenzie Global High Yield Fixed Income ETF***

Mackenzie Global High Yield Fixed Income ETF seeks to provide a steady flow of income with potential for long-term capital growth by investing primarily in higher yielding fixed-income securities and instruments of companies anywhere in the world and in other fixed-income securities issued by companies or governments of any size, anywhere in the world.

***Mackenzie Unconstrained Bond ETF***

Mackenzie Unconstrained Bond ETF seeks to provide a positive total return over a market cycle, regardless of market conditions, by investing primarily in fixed-income securities of issuers anywhere in the world and in derivative instruments.

***Mackenzie Global Leadership Impact ETF***

Mackenzie Global Leadership Impact ETF seeks to provide long-term capital growth by investing primarily in companies that promote gender diversity and women's leadership, anywhere in the world.

***Mackenzie Ivy Global Equity ETF***

Mackenzie Ivy Global Equity ETF seeks to provide long-term capital growth, consistent with protection of capital, by investing primarily in a broad range of equity securities within developed markets, anywhere in the world.

***Mackenzie Portfolio Completion ETF***

Mackenzie Portfolio Completion ETF seeks to provide diversification, long-term capital appreciation and the potential for income by investing primarily in a diversified portfolio of alternative asset classes, including non-traditional equity and fixed-income securities of issuers located anywhere in the world, currencies and commodities.

See “**Investment Objectives – Investment Objectives of the Mackenzie Active ETFs**”.

**Listing of Units**

Each Mackenzie ETF issues Units on a continuous basis and there is no maximum number of Units that may be issued.

The Units of each of Mackenzie Maximum Diversification Canada Index ETF, Mackenzie Maximum Diversification US Index ETF, Mackenzie Maximum Diversification Developed Europe Index ETF, Mackenzie Maximum Diversification All World Developed Index ETF, Mackenzie Maximum Diversification Emerging Markets Index ETF, Mackenzie Maximum Diversification All World Developed ex North America Index ETF, Mackenzie Canadian Large Cap Equity Index ETF, Mackenzie Canadian Equity Index ETF, Mackenzie US Large Cap Equity Index ETF, Mackenzie US Large Cap Equity Index ETF (CAD-Hedged), Mackenzie International Equity Index ETF, Mackenzie International Equity Index ETF (CAD-Hedged), Mackenzie Canadian Aggregate Bond Index ETF, Mackenzie Canadian Short-Term Bond Index ETF, Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged), Mackenzie US High Yield Bond Index ETF (CAD-Hedged), Mackenzie Canadian Short Term Fixed Income ETF, Mackenzie Core Plus Global Fixed Income ETF, Mackenzie Unconstrained Bond ETF, Mackenzie Floating Rate Income ETF, Mackenzie Core Plus Canadian Fixed Income ETF, Mackenzie Portfolio Completion ETF and Mackenzie Ivy Global Equity ETF (each, a “**Mackenzie TSX ETF**” and collectively, the “**Mackenzie TSX ETFs**”) are listed on the Toronto Stock Exchange (“**TSX**”), and a holder of Units (“**Unitholder**”) may buy or sell Units of the Mackenzie TSX ETFs on the TSX or another exchange or marketplace through registered brokers and dealers in the province or territory where the Unitholder resides.

The Manager, on behalf of Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged) and Mackenzie Emerging Markets Currency Bond Index ETF (the “**New Mackenzie ETFs**”), has applied to list the Units of the New Mackenzie ETFs on the TSX. The TSX has conditionally approved the listing of the Units of the New Mackenzie ETFs and

subject to satisfying the TSX's original listing requirements, the Units of the New Mackenzie ETFs will be listed on the TSX and a Unitholder will be able to buy or sell Units of the New Mackenzie ETFs on the TSX or another exchange or marketplace through registered brokers and dealers in the province or territory where the Unitholder resides.

The Units of each of Mackenzie China A-Shares CSI 300 Index ETF, Mackenzie Canadian All Corporate Bond Index ETF, Mackenzie US TIPS Index ETF (CAD-Hedged), Mackenzie Global High Yield Fixed Income ETF and Mackenzie Global Leadership Impact ETF (each, a "**Mackenzie NEO ETF**" and collectively, the "**Mackenzie NEO ETFs**") are listed on the Aequis NEO Exchange Inc. (the "**NEO Exchange**"), and a Unitholder may buy or sell Units of the Mackenzie NEO ETFs on the NEO Exchange or another exchange or marketplace through registered brokers and dealers in the province or territory where the Unitholder resides.

Unitholders may incur customary brokerage commissions in buying or selling Units. No fees are paid by a Unitholder to the Manager or the Mackenzie ETFs in connection with the buying or selling of Units on the TSX, the NEO Exchange or another exchange or marketplace. Unitholders may redeem Units in any number for cash for a redemption price per Unit of 95% of the closing price for the Units on the TSX or the NEO Exchange, as the case may be, on the effective day of the redemption, subject to a maximum redemption price of the applicable NAV per Unit (defined below), or may exchange a minimum of a Prescribed Number of Units (defined below) (and any additional multiple thereof) for, in the discretion of the Manager, securities and cash or only cash. Unitholders are advised to consult their brokers or investment advisers, and their tax advisers, before redeeming Units for cash. See "**Redemption of Units**".

The Mackenzie ETFs will issue Units directly to Designated Brokers and Dealers (each defined below). The initial issuance of Units of the New Mackenzie ETFs will not occur until they have received, in aggregate, subscriptions sufficient to satisfy the original listing requirements of the TSX.

#### **Additional Consideration**

**No Designated Broker or Dealer has been involved in the preparation of this prospectus or has performed any review of the contents of this prospectus and, as such, the Designated Brokers and Dealers do not perform many of the usual underwriting activities in connection with the distribution by the Mackenzie ETFs of their Units under this prospectus.**

**For a discussion of the risks associated with an investment in Units of the Mackenzie ETFs, see "Risk Factors".**

Registration of interests in, and transfer of, the Units will be made only through CDS Clearing and Depository Services Inc. Beneficial owners will not have the right to receive physical certificates evidencing their ownership.

Each Mackenzie ETF is a mutual fund under the securities legislation of certain provinces and territories of Canada.

In the opinion of the Manager, Units of the Mackenzie Index ETFs are index participation units within the meaning of National Instrument 81-102 - *Investment Funds* ("**NI 81-102**"). A mutual fund wishing to invest in Units of a Mackenzie Index ETF should make its own assessment of its ability to do so after careful consideration of the relevant provisions of NI 81-102.

The Units are not and will not be registered under the U.S. *Securities Act of 1933*, as amended. Subject to certain exceptions, the Units may not be offered or sold in the U.S. or offered or sold to U.S. persons. The Mackenzie ETFs are not and will not be registered under, and the Manager is not registered under, the U.S. *Investment Company Act of 1940*, as amended.

#### **Trademarks**

"TOBAM", "Maximum Diversification" and "Diversification Ratio®" are registered trademarks and service marks of TOBAM S.A.S. ("**TOBAM**") in certain countries and are used under license by the Manager. The Mackenzie Maximum Diversification Index ETFs are not sponsored, endorsed, sold or promoted by TOBAM and TOBAM makes no representation or warranty, express or implied, regarding the advisability of investing in securities, generally, or

the Mackenzie Maximum Diversification Index ETFs, in particular, or the ability of the applicable Indices (as defined herein) to track the applicable market performance.

The term “Maximum Diversification” in the name of the Mackenzie Maximum Diversification Index ETFs refers to the quantitative methodology designed by TOBAM to seek a higher level of diversification compared to a market capitalization weighted universe of equity securities through the use of various metrics and ratios. TOBAM’s approach is quantitative based and does not evaluate the merits of any particular Constituent Issuer (as defined below), nor does it use any fundamental analysis.

### **Documents Incorporated by Reference**

Additional information about each Mackenzie ETF is available in the most recently filed ETF Facts, in the most recently filed annual financial statements, if any, any interim financial statements filed after those annual financial statements, the most recently filed annual management report of fund performance (“**MRFP**”), if any, and any interim MRFP filed after that annual MRFP. These documents are incorporated by reference into, and legally form an integral part of, this prospectus. These documents are publicly available on the Manager’s website at **www.mackenzieinvestments.com** and may be obtained upon request, at no cost, by calling 1.800.387.0614 or by contacting a registered dealer. These documents and other information about the Mackenzie ETFs are also publicly available at **www.sedar.com**. See “**Documents Incorporated by Reference**” for further details.

## TABLE OF CONTENTS

IMPORTANT TERMS .....	1
PROSPECTUS SUMMARY .....	5
SUMMARY OF FEES AND EXPENSES .....	22
OVERVIEW OF THE LEGAL STRUCTURE OF THE MACKENZIE ETFS .....	26
INVESTMENT OBJECTIVES .....	26
THE INDICES .....	29
INVESTMENT STRATEGIES .....	34
OVERVIEW OF THE SECTORS IN WHICH THE MACKENZIE ETFS INVEST .....	41
INVESTMENT RESTRICTIONS .....	43
FEES AND EXPENSES .....	44
RISK FACTORS .....	46
DISTRIBUTION POLICY .....	76
PURCHASES OF UNITS .....	78
REDEMPTION OF UNITS .....	82
PRICE RANGE AND TRADING VOLUME OF UNITS .....	84
INCOME TAX CONSIDERATIONS .....	91
ELIGIBILITY FOR INVESTMENT .....	95
ORGANIZATION AND MANAGEMENT DETAILS OF THE MACKENZIE ETFS .....	95
CALCULATION OF NET ASSET VALUE .....	107
ATTRIBUTES OF THE UNITS .....	109
UNITHOLDER MATTERS .....	110
TERMINATION OF THE MACKENZIE ETFS .....	112
RELATIONSHIP BETWEEN THE MACKENZIE ETFS AND DEALERS .....	112
PROXY VOTING DISCLOSURE FOR PORTFOLIO SECURITIES HELD .....	113
MATERIAL CONTRACTS .....	114
LEGAL AND ADMINISTRATIVE PROCEEDINGS .....	115
EXPERTS .....	115
EXEMPTIONS AND APPROVALS .....	116
OTHER MATERIAL FACTS .....	117
PURCHASERS' STATUTORY RIGHTS OF WITHDRAWAL AND RESCISSION .....	118
DOCUMENTS INCORPORATED BY REFERENCE .....	119
<b>INDEPENDENT AUDITOR'S REPORT</b> .....	120
CERTIFICATE OF THE MACKENZIE ETFS, THE TRUSTEE, MANAGER AND PROMOTER .....	2

## IMPORTANT TERMS

*Unless otherwise indicated, all references to dollar amounts in this prospectus are to Canadian dollars and all references to times in this prospectus are to Toronto time.*

***Basket of Securities*** – in relation to a particular Mackenzie ETF means (i) a group of securities selected by the Manager or the Sub-advisor, as applicable, from time to time that collectively reflect the constituents of, and their weightings in, the portfolio of the Mackenzie ETF; or (ii) for a Mackenzie Index ETF, a group of some or all of the Constituent Securities held, to the extent reasonably possible, in approximately the same proportion as they are reflected in the applicable Index.

***business day*** – a day on which the TSX or the NEO Exchange, as applicable, is open for trading.

***Canadian securities legislation*** – the securities legislation in force in each province and territory of Canada, all regulations, rules, orders and policies made thereunder and all multilateral and national instruments adopted by the securities regulatory authorities, as the same may be amended, restated or replaced from time to time.

***CDS*** – CDS Clearing and Depository Services Inc.

***CDS Participant*** – a registered dealer or other financial institution that is a participant in CDS and that holds Units on behalf of beneficial owners of Units.

***Constituent Issuers*** – in relation to a particular Index, the issuers that are included from time to time in that Index as selected by the Index Provider.

***Constituent Securities*** – in relation to a particular Index, the specific class or series of securities of the Constituent Issuers included in that Index and may include American Depositary Receipts and other negotiable financial instruments that represent such securities.

***CRA*** – the Canada Revenue Agency.

***Custodian*** – Canadian Imperial Bank of Commerce or its successor.

***Custodian Agreement*** – the master custodian agreement dated February 24, 2005, between the Manager, on behalf of, among others, the Mackenzie ETFs, and the Custodian, as the same may be amended or restated from time to time.

***Cut-Off Time*** – in the case of Mackenzie Maximum Diversification Developed Europe Index ETF, Mackenzie Maximum Diversification All World Developed Index ETF, Mackenzie Maximum Diversification Emerging Markets Index ETF, Mackenzie Maximum Diversification All World Developed ex North America Index ETF, Mackenzie China A-Shares CSI 300 Index ETF, Mackenzie International Equity Index ETF, Mackenzie International Equity Index ETF (CAD-Hedged), Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged), Mackenzie Emerging Markets Local Currency Bond Index ETF, Mackenzie Core Plus Global Fixed Income ETF, Mackenzie Global High Yield Fixed Income ETF, Mackenzie Unconstrained Bond ETF and Mackenzie Ivy Global Equity ETF, 4:00 p.m. (Toronto time) on the prior Trading Day, in the case of Mackenzie Canadian Short Term Fixed Income ETF, Mackenzie Core Plus Canadian Fixed Income ETF, Mackenzie Floating Rate Income ETF, Mackenzie Global Leadership Impact ETF and Mackenzie Portfolio Completion ETF 2:00 p.m. (Toronto time) on the Trading Day, in the case of Mackenzie Maximum Diversification Canada Index ETF, Mackenzie Canadian Large Cap Equity Index ETF, Mackenzie Canadian Equity Index ETF, Mackenzie US Large Cap Equity Index ETF, Mackenzie US Large Cap Equity Index ETF (CAD-Hedged), Mackenzie Canadian Aggregate Bond Index ETF, Mackenzie Canadian Short-Term Bond Index ETF, Mackenzie Canadian All Corporate Bond Index ETF, Mackenzie US TIPS Index ETF (CAD-Hedged), Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged) and Mackenzie US High Yield Bond Index ETF (CAD-Hedged), 2:30 p.m. (Toronto time) on the Trading Day, and in the case of Mackenzie Maximum Diversification US Index ETF, 9:40 a.m. (Toronto time) on the Trading Day, or, in any case, such later time as the Manager may agree to.

***CSI*** – China Securities Index Co., Ltd.

**Dealer** – a registered dealer (that may or may not be a Designated Broker) that has entered into a continuous distribution dealer agreement with the Manager, on behalf of one or more Mackenzie ETFs, and that subscribes for and purchases Units from such Mackenzie ETFs as described under “**Purchases of Units – Issuance of Units**”.

**Declaration of Trust** – collectively, the master declaration of trust establishing the Mackenzie Index ETFs dated June 3, 2016, as the same may be amended or restated from time to time, and the master declaration of trust establishing the Mackenzie Active ETFs dated April 1, 2016, as the same may be amended or restated from time to time.

**Designated Broker** – a registered dealer that has entered into a designated broker agreement with the Manager, on behalf of one or more Mackenzie ETFs, pursuant to which the Designated Broker agrees to perform certain duties in relation to those Mackenzie ETFs.

**distribution payment date** – a date, which is no later than the tenth business day following the applicable distribution record date, on which a Mackenzie ETF pays a distribution to its Unitholders.

**distribution record date** – a date designated by the Manager as a record date for the determination of Unitholders entitled to receive a distribution from a Mackenzie ETF.

**ETF Facts** – a document that summarizes certain features of Units of a Mackenzie ETF.

**Fund Administration Services Agreement** – the agreement dated April 1, 2016, between the Manager and the Fund Administrator, as the same may be amended or restated from time to time.

**Fund Administrator** – CIBC Mellon Global Securities Services Company or its successor.

**Index/Indices** – a benchmark or index, provided by an Index Provider, that is used by a Mackenzie Index ETF in relation to the Mackenzie Index ETF’s investment objective and includes, as required, a replacement or alternative benchmark or index that applies substantially similar criteria to those currently used by the Index Provider for the benchmark or index and/or a successor index that is generally comprised of, or would be generally comprised of, the same Constituent Securities as the benchmark or index.

**Index License Agreements** – the agreements pursuant to which the Manager licenses the Indices from the Index Providers for use by the Mackenzie Index ETFs.

**Index Providers** – the third-party providers of Indices, including but not limited to, TOBAM, Solactive and CSI, the parties with which the Manager has entered into Index License Agreements to use the Indices and certain trademarks in connection with the operation of the Mackenzie Index ETFs, as applicable.

**IRC** – the Independent Review Committee of the Mackenzie ETFs.

**Mackenzie Active ETFs** – has the meaning ascribed thereto on the cover page.

**Mackenzie CSI Index ETFs** – has the meaning ascribed thereto on the cover page.

**Mackenzie Equity Active ETFs** – has the meaning ascribed thereto on the cover page.

**Mackenzie ETFs** – has the meaning ascribed thereto on the cover page.

**Mackenzie Fixed Income Active ETFs** – has the meaning ascribed thereto on the cover page.

**Mackenzie Index ETFs** – has the meaning ascribed thereto on the cover page.

**Mackenzie Maximum Diversification Index ETFs** – has the meaning ascribed thereto on the cover page.

**Mackenzie NEO ETFs** – has the meaning ascribed thereto on the cover page.

**Mackenzie Solactive Index ETFs** – has the meaning ascribed thereto on the cover page.



***Mackenzie TSX ETFs*** – has the meaning ascribed thereto on the cover page.

***Management Agreement*** – the management agreement dated April 1, 2016, between Mackenzie Financial Corporation, as trustee of the Mackenzie ETFs, and the Manager, as the same may be amended or restated from time to time.

***Manager*** – Mackenzie Financial Corporation, a corporation amalgamated under the laws of Ontario, or its successor.

***MRFP*** – management report of fund performance as defined in NI 81-106.

***NAV and NAV per Unit*** – in relation to a particular Mackenzie ETF, the aggregate net asset value of the Units of the Mackenzie ETF and the net asset value per Unit, respectively, calculated by the Fund Administrator as described in “**Calculation of Net Asset Value**”.

***NEO Exchange*** – the Aequitas NEO Exchange Inc.

***New Mackenzie ETFs*** – Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged) and Mackenzie Emerging Markets Local Currency Bond Index ETF, both of which are exchange traded funds established as trusts under the laws of Ontario pursuant to the Declaration of Trust.

***NI 81-102*** – National Instrument 81-102 – Investment Funds, as the same may be amended, restated or replaced from time to time.

***NI 81-105*** – National Instrument 81-105 – *Mutual Fund Sales Practices*, as the same may be amended, restated or replaced from time to time.

***NI 81-106*** – National Instrument 81-106 – *Investment Fund Continuous Disclosure*, as the same may be amended, restated or replaced from time to time.

***NI 81-107*** – National Instrument 81-107 – *Independent Review Committee for Investment Funds*, as the same may be amended, restated or replaced from time to time.

***Plan Agent*** – TSX Trust Company or its successor, as the plan agent under the Reinvestment Plan.

***Plan Participant*** – a Unitholder that participates in the Reinvestment Plan.

***Plan Units*** – additional Units acquired in the market by the Plan Agent under the Reinvestment Plan.

***Portfolio Manager*** – Mackenzie Financial Corporation, a corporation amalgamated under the laws of Ontario, or its successor.

***Prescribed Number of Units*** – in relation to a particular Mackenzie ETF, the number of Units determined by the Manager from time to time for the purpose of subscription orders, exchanges, redemptions or for other purposes.

***Registered Plans*** – registered retirement savings plans, registered retirement income funds, registered education savings plans, tax-free savings accounts, deferred profit-sharing plans and registered disability savings plans.

***Registrar and Transfer Agent*** – TSX Trust Company or its successor.

***Reinvestment Plan*** – means the distribution reinvestment plan offered by the Manager for the Mackenzie ETFs.

***RQFII*** – renminbi qualified foreign institutional investor.

***Securities Lending Agent*** – Canadian Imperial Bank of Commerce or its successor.

***Securities Lending Agreement*** – the agreement dated May 6, 2005, between the Manager and the Securities Lending Agent, as the same may be amended or restated from time to time.

**securities regulatory authorities** – the securities commission or similar regulatory authority in each province and territory of Canada that is responsible for administering the Canadian securities legislation in force in such province or territory.

**Solactive** – Solactive AG or its successor.

**Sub-advisor** – means, in respect of Mackenzie Global Leadership Impact ETF, Impax Asset Management LLC.

**Sub-advisory Agreement** – the agreement dated September 28, 2017, between the Portfolio Manager and the Sub-advisor, as the same may be amended or restated from time to time.

**T+3 Securities** – securities, the trades in respect of which, customarily settle on the third business day after the date upon which pricing for the securities is determined.

**Tax Act** – the Income Tax Act (Canada) and the regulations issued thereunder, as amended, restated or replaced from time to time.

**TOBAM** – has the meaning ascribed thereto on the cover page.

**Trading Day** – unless otherwise agreed by the Manager, a day on which (i) a session of the exchange on which the Units of that Mackenzie ETF are listed is held; (ii) the primary market or exchange for the securities held by the Mackenzie ETF is open for trading; and (iii) in the case of a Mackenzie Index ETF, the Index Provider calculates and publishes data relating to the Index of the Mackenzie Index ETF.

**TSX** – the Toronto Stock Exchange.

**Underlying ChinaAMC ETF** – ChinaAMC CSI 300 Index ETF.

**Unit** – in relation to a particular Mackenzie ETF, a redeemable, transferable series E unit of a Mackenzie ETF, which represents an equal, undivided interest in that series' proportionate share of the assets of the Mackenzie ETF.

**Unitholder** – a holder of Units of a Mackenzie ETF.

**Valuation Date** – each business day or any other day designated by the Manager on which the NAV and NAV per Unit of a Mackenzie ETF is calculated.

**Valuation Time** – 4:00 p.m. (Toronto time) or such other time that the Manager deems appropriate on each Valuation Date.

## PROSPECTUS SUMMARY

The following is a summary of the principal features of the Units of the Mackenzie ETFs and should be read together with the more detailed information and statements contained elsewhere in this prospectus or incorporated by reference in this prospectus.

**Issuers:** **Mackenzie Index ETFs**

Mackenzie Maximum Diversification Canada Index ETF  
Mackenzie Maximum Diversification US Index ETF  
Mackenzie Maximum Diversification Developed Europe Index ETF  
Mackenzie Maximum Diversification All World Developed Index ETF  
Mackenzie Maximum Diversification Emerging Markets Index ETF  
Mackenzie Maximum Diversification All World Developed ex North America Index ETF

(collectively, the “**Mackenzie Maximum Diversification Index ETFs**”)

Mackenzie China A-Shares CSI 300 Index ETF (the “**Mackenzie CSI Index ETF**”)

Mackenzie Canadian Large Cap Equity Index ETF  
Mackenzie Canadian Equity Index ETF  
Mackenzie US Large Cap Equity Index ETF  
Mackenzie US Large Cap Equity Index ETF (CAD-Hedged)  
Mackenzie International Equity Index ETF  
Mackenzie International Equity Index ETF (CAD-Hedged)  
Mackenzie Canadian Aggregate Bond Index ETF  
Mackenzie Canadian Short-Term Bond Index ETF  
Mackenzie Canadian All Corporate Bond Index ETF  
Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged)  
Mackenzie Emerging Markets Local Currency Bond Index ETF  
Mackenzie US TIPS Index ETF (CAD-Hedged)  
Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged)  
Mackenzie US High Yield Bond Index ETF (CAD-Hedged)

(collectively, the “**Mackenzie Solactive Index ETFs**” and, together with the Mackenzie Maximum Diversification Index ETFs, and the Mackenzie CSI Index ETF, the “**Mackenzie Index ETFs**”)

**Mackenzie Active ETFs**

Mackenzie Canadian Short Term Fixed Income ETF (“**MCSB**”)  
Mackenzie Core Plus Canadian Fixed Income ETF (“**MKB**”)  
Mackenzie Core Plus Global Fixed Income ETF (“**MGB**”)  
Mackenzie Floating Rate Income ETF (“**MFT**”)  
Mackenzie Global High Yield Fixed Income ETF (“**MHYB**”)  
Mackenzie Unconstrained Bond ETF (“**MUB**”)

(collectively, the “**Mackenzie Fixed Income Active ETFs**”)

Mackenzie Global Leadership Impact ETF (“**MWMN**”)  
Mackenzie Ivy Global Equity ETF (“**MIVG**”)  
Mackenzie Portfolio Completion ETF (“**MPCF**”)

(collectively, the “**Mackenzie Equity Active ETFs**” and, together with the Mackenzie Fixed Income Active ETFs, the “**Mackenzie Active ETFs**”)

(the Mackenzie Index ETFs and the Mackenzie Active ETFs are collectively referred to as the “**Mackenzie ETFs**”).

Each Mackenzie ETF is an exchange-traded fund established as a trust under the laws of Ontario. Mackenzie Financial Corporation is the trustee, manager, portfolio manager and promoter of the Mackenzie ETFs.

**Units:** Each Mackenzie ETF offers Units under this prospectus.

**Continuous Distribution:** Units of the Mackenzie ETFs are being offered on a continuous basis and there is no maximum number of Units that may be issued.

The Units of each Mackenzie TSX ETF are listed on the TSX and a Unitholder may buy or sell Units of the Mackenzie TSX ETFs on the TSX or another exchange or marketplace through registered brokers and dealers in the province or territory where the Unitholder resides.

The Manager, on behalf of the New Mackenzie ETFs, has applied to list the Units of the New Mackenzie ETFs on the TSX. Listing is subject to the approval of the TSX in accordance with its original listing requirements. The TSX has conditionally approved the listing of the Units of the New Mackenzie ETFs and subject to satisfying the TSX’s original listing requirements, the Units of the New Mackenzie ETFs will be listed on the TSX and a Unitholder will be able to buy or sell Units of the New Mackenzie ETFs on the TSX or another exchange or marketplace through registered brokers and dealers in the province or territory where the Unitholder resides.

The Units of each Mackenzie NEO ETF are listed on the NEO Exchange and a Unitholder may buy or sell Units of the Mackenzie NEO ETFs on the NEO Exchange or another exchange or marketplace through registered brokers and dealers in the province or territory where the Unitholder resides.

Unitholders may incur customary brokerage commissions in buying or selling Units. No fees are paid by a Unitholder to the Manager or the Mackenzie ETFs in connection with the buying or selling of Units on the TSX or the NEO Exchange, as the case may be, or on another exchange or marketplace. Unitholders may trade Units in the same way as other securities listed on the TSX or the NEO Exchange, as applicable, including by using market orders and limit orders.

The Mackenzie ETFs will issue Units directly to Designated Brokers and Dealers. The initial issuance of Units of the New Mackenzie ETFs will not occur until they have received, in aggregate, subscriptions sufficient to satisfy the original listing requirements of the TSX.

See “**Purchases of Units – Issuance of Units**” and “**Purchases of Units – Buying and Selling Units**”.

**Investment Objectives:**

<b>Mackenzie ETF</b>	<b>Investment Objectives</b>
Mackenzie Maximum Diversification Canada Index ETF	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the TOBAM Maximum Diversification Canada Index, or any successor thereto. It invests primarily in Canadian equity securities.
Mackenzie Maximum Diversification US Index ETF	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the TOBAM Maximum Diversification USA Index, or any successor thereto. It invests primarily in U.S. equity securities.

**Investment Objectives:**

<b>Mackenzie ETF</b>	<b>Investment Objectives</b>
Mackenzie Maximum Diversification Developed Europe Index ETF	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the TOBAM Maximum Diversification Developed Europe Index, or any successor thereto. It invests primarily in equity securities of developed European markets.
Mackenzie Maximum Diversification All World Developed Index ETF	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the TOBAM Maximum Diversification All World Developed Index, or any successor thereto. It invests primarily in equity securities of developed world markets.
Mackenzie Maximum Diversification Emerging Markets Index ETF	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the TOBAM Maximum Diversification Emerging Index, or any successor thereto. It invests primarily in equity securities of emerging markets.
Mackenzie Maximum Diversification All World Developed ex North America Index ETF	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the TOBAM Maximum Diversification All World Developed ex North America Index, or any successor thereto. It invests primarily in equity securities of developed world markets, excluding North America.
Mackenzie China A-Shares CSI 300 Index ETF	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the CSI 300 Index, or any successor thereto, by investing directly in the constituent securities of the CSI 300 Index, or indirectly through ChinaAMC CSI 300 Index ETF or other exchange-traded funds that track the CSI 300 Index. It has significant exposure to Chinese issuers.
Mackenzie Canadian Large Cap Equity Index ETF	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive Canada Large Cap Index, or any successor thereto. It invests primarily in Canadian equity securities.
Mackenzie Canadian Equity Index ETF	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive Canada Broad Market Index, or any successor thereto. It invests primarily in Canadian equity securities.
Mackenzie US Large Cap Equity Index ETF	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive US Large Cap Index, or any successor thereto. It invests primarily in US equity securities.
Mackenzie US Large Cap Equity Index ETF (CAD-Hedged)	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive US Large Cap Hedged to CAD Index, or any successor thereto. It invests primarily in U.S. equity securities, with its foreign currency hedged back to the Canadian dollar.
Mackenzie International Equity Index ETF	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive GBS Developed Markets ex North America Large & Mid Cap CAD Index, or any successor thereto. It invests primarily in equity securities of developed countries outside of Canada and the U.S.

**Investment Objectives:**

<b>Mackenzie ETF</b>	<b>Investment Objectives</b>
Mackenzie International Equity Index ETF (CAD-Hedged)	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive GBS Developed Markets ex North America Large & Mid Cap Hedged to CAD Index, or any successor thereto. It invests primarily in equity securities of developed countries outside of Canada and the U.S., either directly or indirectly, with its foreign currency hedged back to the Canadian dollar.
Mackenzie Canadian Aggregate Bond Index ETF	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive Canadian Select Universe Bond Index, or any successor thereto. It invests primarily in Canadian investment-grade bonds, including government, quasi-government and corporate bonds.
Mackenzie Canadian Short-Term Bond Index ETF	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive Canadian Select Short-Term Bond Index, or any successor thereto. It invests primarily in Canadian investment-grade bonds.
Mackenzie Canadian All Corporate Bond Index ETF	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive Canadian Select Corporate Bond Index, or any successor thereto. It invests primarily in Canadian investment-grade corporate bonds.
Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged)	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive EM USD Govt & Govt Related Bond Select CAD Hedged NTR Index or any successor thereto. It invests primarily in U.S. denominated, emerging market government bonds and government related bonds. Foreign currency is hedged back to the Canadian dollar.
Mackenzie Emerging Markets Local Currency Bond Index ETF	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive EM Local Currency Government Bond Select NTR Index, or any successor thereto. It invests primarily in local currency denominated, emerging market government bonds.
Mackenzie US TIPS Index ETF (CAD-Hedged)	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive US Treasury Inflation-Linked Bond Hedged to CAD Index, or any successor thereto. It invests primarily in U.S. Treasury Inflation-Protected Securities (TIPS), either directly or indirectly, with its foreign currency hedged back to the Canadian dollar.
Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged)	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive Select USD Investment Grade Corporate Hedged to CAD Index, or any successor thereto. It invests primarily in investment-grade corporate bonds issued in U.S. dollars, either directly or indirectly, with its foreign currency hedged back to the Canadian dollar.
Mackenzie US High Yield Bond Index ETF (CAD-Hedged)	Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive USD High Yield Corporates Total Market Hedged to CAD Index, or any successor thereto. It invests primarily in high-yield rated corporate bonds issued in U.S. dollars, either directly or indirectly, with its foreign currency hedged back to the Canadian dollar.

**Investment Objectives:**

<b>Mackenzie ETF</b>	<b>Investment Objectives</b>
Mackenzie Canadian Short Term Fixed Income ETF	Seeks to provide a steady flow of income with an emphasis on capital preservation by investing mainly in fixed-income securities issued in Canada by governments, government-related entities and corporations. Mackenzie Canadian Short Term Fixed Income ETF will generally invest in high quality fixed-income securities with relatively shorter terms to maturity.
Mackenzie Core Plus Canadian Fixed Income ETF	Seeks to provide a steady flow of income with an emphasis on capital preservation by investing primarily in investment grade Canadian government, corporate fixed-income and/or asset-backed securities, in each case with maturities of more than one year.
Mackenzie Core Plus Global Fixed Income ETF	Seeks to provide a steady flow of income with an emphasis on capital preservation by investing primarily in investment-grade fixed-income securities denominated in Canadian or foreign currencies that are issued by companies or governments.
Mackenzie Floating Rate Income ETF	Seeks to generate current income by investing primarily in floating rate debt instruments and/or high yield debt securities of issuers located anywhere in the world.
Mackenzie Global High Yield Fixed Income ETF	Seeks to provide a steady flow of income with potential for long-term capital growth by investing primarily in higher yielding fixed-income securities and instruments of issuers anywhere in the world and in other fixed-income securities issued by companies or governments of any size, anywhere in the world.
Mackenzie Unconstrained Bond ETF	Seeks to provide a positive total return over a market cycle, regardless of market conditions, by investing primarily in fixed-income securities of issuers anywhere in the world and in derivative instruments.
Mackenzie Global Leadership Impact ETF	Seeks to provide long-term capital growth by investing primarily in companies that promote gender diversity and women's leadership, anywhere in the world.
Mackenzie Ivy Global Equity ETF	Seeks to provide long-term capital growth, consistent with protection of capital, by investing primarily in a broad range of equity securities within developed markets, anywhere in the world.
Mackenzie Portfolio Completion ETF	Seeks to provide diversification, long-term capital appreciation and the potential for income by investing primarily in a diversified portfolio of alternative asset classes, including non-traditional equity and fixed-income securities of issuers located anywhere in the world, currencies and commodities.

See “Investment Objectives”.

**Investment Strategies:****Mackenzie Index ETFs**

In order to achieve its investment objective, each Mackenzie Index ETF may hold the Constituent Securities of the applicable Index in approximately the same proportion as they are reflected in that Index or may hold Constituent Securities and other securities that, in the aggregate, have investment characteristics that are similar to the applicable Index.

See “Investment Strategies – Investment Strategies of the Mackenzie Index ETFs”.

**Investment  
Strategies:**

**Mackenzie Active ETFs**

**Mackenzie Canadian Short Term Fixed Income ETF**

In order to achieve its investment objective, Mackenzie Canadian Short Term Fixed Income ETF invests mainly in fixed-income securities issued in Canada by governments, government-related entities and corporations. Mackenzie Canadian Short Term Fixed Income ETF may invest up to 15% of its net assets, taken at market value at the time of purchase, in fixed-income securities of issuers rated below investment grade, as long as the overall weighted average credit rating of its investment is “A-”, or higher, as established by Dominion Bond Rating Service Limited (or an equivalent rating from another credit rating organization). The Portfolio Manager may vary the weighted average credit quality, and this Mackenzie ETF may invest in bonds and other debt instruments that are below investment grade. Mackenzie Canadian Short Term Fixed Income ETF will maintain a minimum holding in government issued debt securities of 30%. In order to limit price volatility, the Portfolio Manager limits the weighted average term to maturity of the investments to five years or less.

The investment approach follows a value investment style. For high-quality bonds, an analysis of macroeconomic factors, such as economic growth, inflation and monetary and fiscal policy, is done in order to position the maturity and credit quality of the portfolio for different stages in the business cycle. Securities that typically have a lower credit quality, such as high-yield debt securities, are analyzed using a bottom-up approach to determine their valuations. This company-specific analysis focuses on the stability of cash flows and the recovery value of the bonds.

Mackenzie Canadian Short Term Fixed Income ETF may invest up to 40% of its assets in foreign investments.

Mackenzie Canadian Short Term Fixed Income ETF may hold a portion of its net assets in direct securities and/or in other investment funds, including other exchange-traded funds, which may be managed by the Manager, in accordance with its investment objectives.

**Mackenzie Core Plus Canadian Fixed Income ETF**

In order to achieve its investment objective, Mackenzie Core Plus Canadian Fixed Income ETF invests primarily in investment-grade Canadian government, corporate fixed-income and/or asset-backed securities, in each case with maturities of more than one year. Mackenzie Core Plus Canadian Fixed Income ETF may also invest in unrated debt instruments and preferred shares. Mackenzie Core Plus Canadian Fixed Income ETF may invest up to 25% of its net assets, taken at market value at the time of purchase, in fixed-income securities of issuers rated below investment grade, as long as the overall weighted average credit rating of its investments is “A-” or higher as established by Dominion Bond Rating Service Limited (or an equivalent rating from another credit rating organization). Mackenzie Core Plus Canadian Fixed Income ETF may invest up to 30% of its assets in foreign investments.

**Mackenzie Core Plus Global Fixed Income ETF**

In order to achieve its investment objective, Mackenzie Core Plus Global Fixed Income ETF invests primarily in fixed-income securities of companies or governments of any size, anywhere in the world. Mackenzie Core Plus Global Fixed Income ETF may invest up to 25% of its net assets, taken at market value at the time of purchase, in fixed-income securities of issuers rated below investment grade, as long as the overall weighted average credit rating of its investments is “A-” or higher as established by Standard & Poor’s Corporation (or an equivalent rating from another credit rating organization).



**Investment  
Strategies:**

**Mackenzie Active ETFs**

**Mackenzie Floating Rate Income ETF**

In order to achieve its investment objective, Mackenzie Floating Rate Income ETF invests primarily in floating rate debt instruments and/or high yield debt securities of issuers located anywhere in the world. Mackenzie Floating Rate Income ETF invests primarily in floating rate instruments, such as senior loans and floating rate notes. It may also invest in fixed rate high yield corporate bonds or other debt obligations.

**Mackenzie Global High Yield Fixed Income ETF**

In order to achieve its investment objective, Mackenzie Global High Yield Fixed Income ETF invests in higher yielding and other fixed-income securities and instruments. It employs a fundamental credit analysis in selecting its portfolio holdings and seeks to take advantage of relative value opportunities that exist in the global fixed-income space. Mackenzie Global High Yield Fixed Income ETF has the flexibility to invest in a wide variety of fixed-income securities and other assets from anywhere in the world, including government bonds, high yield bonds and loans. It may also invest in other exchange-traded funds, including exchange-traded funds that invest directly or indirectly in one or more commodities.

**Mackenzie Unconstrained Bond ETF**

In order to achieve its investment objective, Mackenzie Unconstrained Bond ETF may invest in all types of government and corporate fixed-income securities and instruments. Mackenzie Unconstrained Bond ETF typically invests in higher yielding fixed-income instruments globally, using a credit-driven, value investment style. It invests in investment grade bonds, but may also invest in lower quality, fixed-income investments, which may include instruments that have a credit rating below investment grade (rated “BB+” or lower as established by Standard & Poor’s Corporation (or an equivalent rating from another credit rating organization)) or that are unrated, mortgage and asset-backed securities, preferred shares, floating rate debt instruments and other floating rate securities.

**Mackenzie Global Leadership Impact ETF**

In order to achieve the investment objectives, the Sub-advisor invests in equity securities based on, but not limited to, the following criteria:

- Representation of women on board of directors
- Representation of women in executive management
- Female chief executive officer
- Female chief financial officer
- Signatories to Women’s Empowerment Principles, which are a set of principles offering guidance on how to empower women in the workplace, marketplace and community and were developed in a collaboration between the United Nations Entity for Gender Equality and the Empowerment of Women and the United Nations Global Compact.

The investment portfolio of Mackenzie Global Leadership Impact ETF will generally include equity securities that are constituents of the Impax Global Women’s Leadership Index; however, the Sub-advisor will seek to optimize the components of the index by overweighting exposure to companies that have, in the opinion of the Sub-advisor, more highly favourable gender leadership characteristics.

**Investment  
Strategies:**

**Mackenzie Active ETFs**

The Impax Global Women's Leadership Index is a customized market-weighted index that consists of equity securities of issuers organized or operating anywhere in the world that demonstrate a commitment to advancing and empowering women through gender diversity on their boards, in management and through other policies and programs. These issuers show an understanding of the potential business advantages associated with greater gender diversity.

Issuers included in the Impax Global Women's Leadership Index are selected and rated by the Sub-advisor. In addition, the companies that comprise the index are required to meet certain environmental, social and governance, and/or sustainability thresholds. These thresholds include an exclusion for companies within the tobacco industry and weapons manufacturers.

The portfolio of Mackenzie Global Leadership Impact ETF will be invested by the Sub-advisor in accordance with these principles. However, the Portfolio Manager has the discretion to monitor and adjust this Mackenzie ETF's investments in limited circumstances in order to reduce trading costs, to monitor the liquidity of the Mackenzie ETF's holdings, and for other purposes.

Mackenzie Global Leadership Impact ETF may hold a portion of its net assets in direct securities and/or in other investment funds, including other exchange-traded funds, which may be managed by the Manager, in accordance with its investment objectives.

**Mackenzie Ivy Global Equity ETF**

Mackenzie Ivy Global Equity ETF follows an investment approach that is a blend of the growth and value investment styles, seeking companies that have the greatest potential for long-term growth. The Portfolio Manager also considers the assessed expected returns of the investments in the portfolio, which expected returns are based on the stock prices at the time of evaluation and a review of the long-term expected growth of the companies. The review process includes an analysis of each company's competitive position, management strengths, expected profitability, and financial position.

Once an investment is made, Mackenzie Ivy Global Equity ETF generally expects to be a patient, long-term investor.

The percentage of this Mackenzie ETF's assets invested in securities of U.S. companies will usually exceed the percentage of its assets invested in securities of companies from any other geographic area. This Mackenzie ETF may, however, invest a lesser percentage of its assets in securities of U.S. companies when the Portfolio Manager believes that it would be beneficial to investors to do so.

Mackenzie Ivy Global Equity ETF may invest in emerging markets when the Portfolio Manager believes it would be beneficial to investors to do so.

This Mackenzie ETF may also invest in fixed-income securities.

Mackenzie Ivy Global Equity ETF may hold a portion of its net assets in direct securities and/or in other investment funds, including other exchange-traded funds, which may be managed by the Manager, in accordance with its investment objectives.

**Investment  
Strategies:**

**Mackenzie Active ETFs**

**Mackenzie Portfolio Completion ETF**

In order to achieve its investment objective, Mackenzie Portfolio Completion ETF invests primarily in various non-traditional asset classes. The Portfolio Manager uses proprietary quantitative models to allocate investments across asset classes, including real estate securities, infrastructure securities, small-cap equities, real-return bonds, asset-backed securities, loan syndicates, commodities, high-yield debt, emerging market debt and emerging market equities. The Portfolio Manager is permitted to use additional asset classes that it deems appropriate for diversification purposes. This Mackenzie ETF does not typically allocate to traditional developed market large-cap equities or traditional developed market investment-grade bonds, although it may allocate to these securities when the Portfolio Manager believes that it would be beneficial to investors to do so.

Mackenzie Portfolio Completion ETF may invest directly in foreign currencies or may gain exposure to foreign currencies through the use of derivatives. This Mackenzie ETF may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions, as well as for liquidity purposes.

The Portfolio Manager is expected to gain exposure to these asset classes by investing a significant portion of Mackenzie Portfolio Completion ETF in securities of other investment funds, including other exchange-traded funds, which may be managed by the Manager, in accordance with its investment objectives.

See “**Investment Strategies – Investment Strategies of the Mackenzie Active ETFs**”.

**Special  
Considerations  
for Purchasers:**

The provisions of the so-called “early warning” reporting requirements in Canadian securities legislation do not apply if a person or company acquires 10% or more of the Units of a Mackenzie ETF. The Mackenzie ETFs have obtained exemptive relief to permit Unitholders to acquire more than 20% of the Units of any Mackenzie ETF without regard to the takeover bid requirements of applicable Canadian securities legislation. In addition, the Mackenzie ETFs have obtained relief to permit a Mackenzie ETF to borrow cash in an amount not exceeding 5% of the net assets of the Mackenzie ETF for a period not longer than 45 days and, if required by the lender, to provide a security interest over any of its portfolio assets as a temporary measure to fund the portion of any distribution payable to Unitholders that represents amounts that have not yet been received by the Mackenzie ETF.

In the opinion of the Manager, Units of the Mackenzie Index ETFs are index participation units within the meaning of NI 81-102. A mutual fund wishing to invest in Units of a Mackenzie Index ETF should make its own assessment of its ability to do so after careful consideration of the relevant provisions of NI 81-102.

Each Mackenzie ETF that invests a portion of its portfolio assets in T+3 Securities has obtained exemptive relief from the securities regulatory authorities to permit such Mackenzie ETF to settle primary market trades in Units of the Mackenzie ETF no later than the third business day after the date upon which pricing for the Units is determined. This settlement cycle differs from the standard settlement cycle for secondary market trades in the Units of the Mackenzie ETF, which customarily occurs no later than the second business day after the date upon which pricing for the Units is determined.

See “**Purchases of Units – Special Considerations for Unitholders**”.

**Risk Factors:**

There are certain general risk factors inherent in an investment in the Mackenzie ETFs, including:

- (i) market risk;
- (ii) company risk;
- (iii) illiquidity risk;
- (iv) concentration risk;
- (v) large transaction risk;
- (vi) absence of active public market risk;
- (vii) trading price of Units risk;
- (viii) fluctuations in NAV risk;
- (ix) borrowing risk;
- (x) commodity risk;
- (xi) small company risk;
- (xii) legislation risk;
- (xiii) securities lending transaction risk;
- (xiv) series risk;
- (xv) derivatives risk;
- (xvi) taxation risk;
- (xvii) cease trading of securities risk;
- (xviii) halted trading of Units risk; and
- (xix) cyber security risk.

In addition to the general risk factors, the following additional risk factors are inherent in an investment in one or more of the Mackenzie ETFs, as indicated in the table below.

**Risk Factors:**

<b>Mackenzie ETF</b>	<b>Additional Risks</b>
Mackenzie Maximum Diversification Canada Index ETF	calculation and termination of the Indices risk; index investment strategy risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie Maximum Diversification US Index ETF	calculation and termination of the Indices risk; foreign currency risk; foreign markets risk; index investment strategy risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie Maximum Diversification Developed Europe Index ETF	calculation and termination of the Indices risk; foreign currency risk; foreign markets risk; index investment strategy risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk
Mackenzie Maximum Diversification All World Developed Index ETF	calculation and termination of the Indices risk; foreign currency risk; foreign markets risk; index investment strategy risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie Maximum Diversification Emerging Markets Index ETF	calculation and termination of the Indices risk; emerging markets risk; foreign currency risk; foreign markets risk; index investment strategy risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk

**Risk Factors:**

<b>Mackenzie ETF</b>	<b>Additional Risks</b>
Mackenzie Maximum Diversification All World Developed ex North America Index ETF	calculation and termination of the Indices risk; foreign currency risk; foreign markets risk; index investment strategy risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie China A-Shares CSI 300 Index ETF	calculation and termination of the Indices risk; China risk; emerging markets risk; foreign currency risk; foreign domiciled underlying ETF risk; foreign markets risk; index investment strategy risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk; underlying ETF net asset value risk
Mackenzie Canadian Large Cap Equity Index ETF	calculation and termination of the Indices risk; index investment strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie Canadian Equity Index ETF	calculation and termination of the Indices risk; index investment strategy risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk
Mackenzie US Large Cap Equity Index ETF	calculation and termination of the Indices risk; foreign currency risk; foreign markets risk; index investment strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie US Large Cap Equity Index ETF (CAD-Hedged)	calculation and termination of the Indices risk; foreign markets risk; index investment strategy risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk; underlying ETF net asset value risk
Mackenzie International Equity Index ETF	calculation and termination of the Indices risk; foreign currency risk; foreign markets risk; index investment strategy risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk
Mackenzie International Equity Index ETF (CAD-Hedged)	calculation and termination of the Indices risk; foreign markets risk; index investment strategy risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk; underlying ETF net asset value risk
Mackenzie Canadian Aggregate Bond Index ETF	calculation and termination of the Indices risk; credit risk; index investment strategy risk; interest rate risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie Canadian Short-Term Bond Index ETF	calculation and termination of the Indices risk; credit risk; index investment strategy risk; interest rate risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk;

**Risk Factors:**

<b>Mackenzie ETF</b>	<b>Additional Risks</b>
Mackenzie Canadian All Corporate Bond Index ETF	calculation and termination of the Indices risk; credit risk; index investment strategy risk; interest rate risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk
Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged)	calculation and termination of the Indices risk; credit risk; emerging markets risk; foreign currency risk; foreign markets risk; index investment strategy risk; interest rate risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk
Mackenzie Emerging Markets Local Currency Bond Index ETF	calculation and termination of the Indices risk; credit risk; emerging markets risk; foreign currency risk; foreign markets risk; index investment strategy risk; interest rate risk, prepayment risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk
Mackenzie US TIPS Index ETF (CAD-Hedged)	calculation and termination of the Indices risk; credit risk; foreign markets risk; index investment strategy risk; interest rate risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged)	calculation and termination of the Indices risk; credit risk; foreign markets risk; index investment strategy risk; interest rate risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie US High Yield Bond Index ETF (CAD-Hedged)	calculation and termination of the Indices risk; credit risk; foreign domiciled underlying ETF risk; foreign markets risk; high-yield securities risk; index investment strategy risk; interest rate risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk;
Mackenzie Canadian Short Term Fixed Income ETF	credit risk; foreign currency risk; foreign markets risk; high yield securities risk; interest rate risk; portfolio manager risk; prepayment risk; senior loans risk; small ETF risk; underlying ETF net asset value risk
Mackenzie Core Plus Canadian Fixed Income ETF	credit risk; foreign currency risk; foreign markets risk; high yield securities risk; interest rate risk; portfolio manager risk; prepayment risk; underlying ETF net asset value risk
Mackenzie Core Plus Global Fixed Income ETF	credit risk; currency hedging risk, emerging markets risk; foreign currency risk; foreign markets risk; high yield securities risk; interest rate risk; portfolio manager risk; prepayment risk; underlying ETF net asset value risk

**Risk Factors:**

<b>Mackenzie ETF</b>	<b>Additional Risks</b>
Mackenzie Floating Rate Income ETF	credit risk; emerging markets risk; foreign currency risk; foreign markets risk; high yield securities risk; interest rate risk; portfolio manager risk; prepayment risk; senior loans risk; underlying ETF net asset value risk
Mackenzie Global High Yield Fixed Income ETF	convertible securities risk; credit risk; currency hedging risk; emerging markets risk; foreign currency risk; foreign markets risk; high yield securities risk; interest rate risk; portfolio manager risk; prepayment risk; senior loans risk; underlying ETF net asset value risk
Mackenzie Unconstrained Bond ETF	convertible securities risk; credit risk; emerging markets risk; foreign currency risk; foreign markets risk; high yield securities risk; interest rate risk; portfolio manager risk; prepayment risk; senior loans risk; underlying ETF net asset value risk
Mackenzie Global Leadership Impact ETF	foreign currency risk; foreign markets risk; portfolio manager risk; small ETF risk; underlying ETF net asset value risk
Mackenzie Ivy Global Equity ETF	emerging markets risk; foreign currency risk; foreign markets risk; portfolio manager risk; small ETF risk; underlying ETF net asset value risk
Mackenzie Portfolio Completion ETF	convertible securities risk; credit risk; emerging markets risk; foreign currency risk; foreign markets risk; high yield securities risk; interest rate risk; portfolio manager risk; prepayment risk; small ETF risk; underlying ETF net asset value risk

See “**Risk Factors**”.

**Income Tax Considerations:**

Each year a Unitholder (other than a Registered Plan) is generally required to include in computing income for tax purposes the amount of any income and the taxable portion of any capital gains of a Mackenzie ETF distributed to the Unitholder in the year, whether such amounts are paid in cash or reinvested in additional Units. A Unitholder will generally realize a capital gain (or loss) on the sale, redemption, exchange or other disposition of a Unit to the extent that the proceeds of disposition for the Unit exceed (or are less than) the total of the adjusted cost base to the Unitholder of the Unit and any reasonable costs of disposition.

See “**Income Tax Considerations**”.

**Exchanges and Redemptions:**

In addition to the ability to sell Units on the TSX, the NEO Exchange or another exchange or marketplace, Unitholders may (i) redeem Units in any number for cash for a redemption price per Unit of 95% of the closing price for the Units on the TSX or the NEO Exchange, as the case may be, on the effective day of the redemption, subject to a maximum redemption price of the applicable NAV per Unit, or (ii) exchange a minimum of a Prescribed Number of Units (and any additional multiple thereof) for, in the discretion of the Manager, Baskets of Securities and cash or only cash.

See “**Redemption of Units**”.

**Distributions:**

Cash distributions on Units of the Mackenzie ETFs will be paid as set out in the table below:

**Distributions:**

<b>Mackenzie ETF</b>	<b>Cash Distributions</b>
Mackenzie Maximum Diversification Canada Index ETF	Quarterly
Mackenzie Maximum Diversification US Index ETF	Quarterly
Mackenzie Maximum Diversification Developed Europe Index ETF	Quarterly
Mackenzie Maximum Diversification All World Developed Index ETF	Quarterly
Mackenzie Maximum Diversification Emerging Markets Index ETF	Semi-annually
Mackenzie Maximum Diversification All World Developed ex North America Index ETF	Quarterly
Mackenzie China A-Shares CSI 300 Index ETF	Annually
Mackenzie Canadian Large Cap Equity Index ETF	Quarterly
Mackenzie Canadian Equity Index ETF	Quarterly
Mackenzie US Large Cap Equity Index ETF	Quarterly
Mackenzie US Large Cap Equity Index ETF (CAD-Hedged)	Quarterly
Mackenzie International Equity Index ETF	Quarterly
Mackenzie International Equity Index ETF (CAD-Hedged)	Quarterly
Mackenzie Canadian Aggregate Bond Index ETF	Monthly
Mackenzie Canadian Short-Term Bond Index ETF	Monthly
Mackenzie Canadian All Corporate Bond Index ETF	Monthly
Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged)	Monthly
Mackenzie Emerging Markets Local Currency Bond Index ETF	Monthly
Mackenzie US TIPS Index ETF (CAD-Hedged)	Monthly
Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged)	Monthly
Mackenzie US High Yield Bond Index ETF (CAD-Hedged)	Monthly
Mackenzie Canadian Short Term Fixed Income ETF	Monthly
Mackenzie Core Plus Canadian Fixed Income ETF	Monthly
Mackenzie Core Plus Global Fixed Income ETF	Monthly



**Distributions:**

<b>Mackenzie ETF</b>	<b>Cash Distributions</b>
Mackenzie Floating Rate Income ETF	Monthly
Mackenzie Global High Yield Fixed Income ETF	Monthly
Mackenzie Unconstrained Bond ETF	Monthly
Mackenzie Global Leadership Impact ETF	Annually
Mackenzie Ivy Global Equity ETF	Annually
Mackenzie Portfolio Completion ETF	Semi-annually

The Manager may, in its discretion, change the frequency of cash distributions, and will issue a press release if such a change is made. Cash distributions are expected to consist primarily of income but may, at the Manager's discretion, include capital gains and/or returns of capital.

Each Mackenzie ETF distributes a sufficient amount of its net income and net realized capital gains to Unitholders for each taxation year so that the Mackenzie ETF will not be liable for ordinary income tax. To the extent that a Mackenzie ETF has not otherwise distributed a sufficient amount of its net income or net realized capital gains, it will pay a distribution to Unitholders at the end of the year and that distribution will be automatically reinvested in additional Units. Immediately following such reinvestment, the number of Units outstanding will be consolidated so that the NAV per Unit following the distribution and reinvestment is the same as it would have been if the distribution had not been paid. The tax treatment to Unitholders of distributions is discussed under the heading **"Income Tax Considerations"**.

See **"Distribution Policy"**.

**Distribution Reinvestment:**

The Manager has implemented a Reinvestment Plan for the Mackenzie ETFs under which cash distributions are used to acquire Plan Units in the market, which are then credited to the account of the Plan Participant through CDS. A Unitholder may elect to participate in the Reinvestment Plan by contacting the CDS Participant through which the Unitholder holds his, her or its Units.

See **"Distribution Policy" – Reinvestment Plan"**.

**Termination:**

The Mackenzie ETFs do not have a fixed termination date but may be terminated by the Manager upon not less than 60 days' written notice to Unitholders.

See **"Termination of the Mackenzie ETFs"**.

If an Index Provider ceases to calculate an Index or the Index License Agreement in respect of an Index is terminated, the Manager may (i) terminate the applicable Mackenzie ETF on not less than 60 days' notice to Unitholders; (ii) change the investment objective of the applicable Mackenzie ETF or seek to replicate an alternative index (subject to any Unitholder approval in accordance with Canadian securities legislation); or (iii) make such other arrangement as the Manager considers appropriate and in the best interests of Unitholders of the Mackenzie ETF in the circumstances.

See **"The Indices – Termination of an Index"**.

**Documents  
Incorporated by  
Reference:**

Additional information about each Mackenzie ETF is available in the most recently filed ETF Facts, in the most recently filed annual financial statements, if any, any interim financial statements filed after those annual financial statements, the most recently filed annual MRFP, if any, and any interim MRFP filed after that annual MRFP. These documents are incorporated by reference into, and legally form an integral part of, this prospectus. These documents are publicly available on the Manager's website at [www.mackenzieinvestments.com](http://www.mackenzieinvestments.com) and may be obtained upon request, at no cost, by calling 1.800.387.0614 or by contacting a registered dealer. These documents and other information about the Mackenzie ETFs are also publicly available at [www.sedar.com](http://www.sedar.com).

See **"Documents Incorporated by Reference"**.

**Eligibility for  
Investment:**

The Units of a Mackenzie ETF will be a qualified investment under the Tax Act for a Registered Plan at any time that the Mackenzie ETF qualifies or is deemed to qualify as a "mutual fund trust" under the Tax Act or that the Units are listed on a "designated stock exchange" within the meaning of the Tax Act, which includes the TSX and the NEO Exchange. The Units of each Mackenzie TSX ETF are listed on the TSX and the Units of each Mackenzie NEO ETF are listed on the NEO Exchange. The New Mackenzie ETFs have each applied to list its Units on the TSX.

Investors should consult their own tax advisers for advice on whether Units of a Mackenzie ETF would be a "prohibited investment" under the Tax Act for their Registered Plan.

See **"Eligibility for Investment"**.

**ORGANIZATION AND MANAGEMENT OF THE MACKENZIE ETFs**

**Manager:**

Mackenzie Financial Corporation is the manager of the Mackenzie ETFs and is responsible for managing the overall business of each of the Mackenzie ETFs, including selecting the portfolio management team for each Mackenzie ETF's portfolio, providing each Mackenzie ETF with accounting and administration services and promoting sales of each Mackenzie ETF's securities through financial advisers in each province and territory of Canada. The head office and sole office of the Mackenzie ETFs and the Manager is located at 180 Queen Street West, Toronto, Ontario M5V 3K1. The Manager carries on business under the name Mackenzie Investments.

See **"Organization and Management Details of the Mackenzie ETFs – Manager of the Mackenzie ETFs"**.

**Trustee:**

Mackenzie Financial Corporation is the trustee of each Mackenzie ETF pursuant to the Declaration of Trust and holds title to the assets of each Mackenzie ETF in trust for the Unitholders.

See **"Organization and Management Details of the Mackenzie ETFs – Trustee"**.

**Portfolio  
Manager:**

Mackenzie Financial Corporation has been appointed portfolio manager to the Mackenzie ETFs. The Portfolio Manager provides investment management services with respect to the Mackenzie ETFs.

The Portfolio Manager has the authority to appoint sub-advisors to provide investment management services in respect of the Mackenzie Active ETFs. The Portfolio Manager is responsible for the investment advice provided by the Sub-advisor.

See **"Organization and Management Details of the Mackenzie ETFs – Portfolio Manager"**.

**Sub-advisor:** The Sub-advisor manages the investment portfolio of Mackenzie Global Leadership Impact ETF, including providing investment analysis and making investment decisions. The Sub-advisor is a registered investment advisor in the U.S., with offices based in Portsmouth, New Hampshire. As the Sub-advisor is located outside of Canada, it may be difficult to enforce legal rights against it.

See “**Organization and Management Details of the Mackenzie ETFs – Sub-advisor**”.

**Promoter:** Mackenzie Financial Corporation has taken the initiative in founding and organizing the Mackenzie ETFs and is, accordingly, the promoter of the Mackenzie ETFs within the meaning of securities legislation of certain provinces and territories of Canada.

See “**Organization and Management Details of the Mackenzie ETFs – Promoter**”.

**Custodian:** The Manager has retained the services of Canadian Imperial Bank of Commerce, at its principal offices in Toronto, Ontario, to act as the Custodian of the assets of the Mackenzie ETFs and to hold those assets in safekeeping. The Custodian is entitled to receive fees from the Manager as described under “**Fees and Expenses**” and to be reimbursed for all expenses and liabilities that are properly incurred by the Custodian in connection with the activities of the Mackenzie ETFs.

See “**Organization and Management Details of the Mackenzie ETFs – Custodian**”.

**Securities Lending Agent:** The Manager has retained the services of Canadian Imperial Bank of Commerce, at its principal offices in Toronto, Ontario, to act as the Securities Lending Agent of the Mackenzie ETFs.

See “**Organization and Management Details of the Mackenzie ETFs – Securities Lending Agent**”.

**Registrar and Transfer Agent:** The Manager has retained the services of TSX Trust Company to act as the registrar and transfer agent for the Units of the Mackenzie ETFs and to maintain the register of registered Unitholders. The register of the Mackenzie ETFs is kept in Toronto, Ontario.

See “**Organization and Management Details of the Mackenzie ETFs – Registrar and Transfer Agent**”.

**Auditor:** Deloitte LLP, at its principal offices in Toronto, Ontario, is the auditor of the Mackenzie ETFs. The auditor audits each Mackenzie ETF’s annual financial statements and provides an opinion as to whether they present fairly the Mackenzie ETF’s financial position, financial performance and cash flows in accordance with International Financial Reporting Standards. The auditor is independent of the Manager.

See “**Organization and Management Details of the Mackenzie ETFs – Auditor**”.

**Fund Administrator:** The Manager has retained the services of CIBC Mellon Global Securities Services Company, at its principal offices in Toronto, Ontario, to act as the Fund Administrator. The Fund Administrator is responsible for certain aspects of the day-to-day administration of the Mackenzie ETFs, including NAV calculations, accounting for net income and net realized capital gains of the Mackenzie ETFs and maintaining books and records with respect to each Mackenzie ETF.

See “**Organization and Management Details of the Mackenzie ETFs – Fund Administrator**”.

## SUMMARY OF FEES AND EXPENSES

This table lists the fees and expenses that a Unitholder may have to pay if the Unitholder invests in the Mackenzie ETFs. A Unitholder may have to pay some of these fees and expenses directly. The Mackenzie ETFs may have to pay some of these fees and expenses, which will therefore reduce the value of an investment in the Mackenzie ETFs.

See “Fees and Expenses”.

### Fees and Expenses Payable by the Mackenzie ETFs

#### Type of Fee

#### Amount and Description

#### **Management Fee:**

Each Mackenzie ETF pays a management fee, plus applicable taxes, to the Manager based on the annual rate set forth in the table below and the NAV of the Units of the Mackenzie ETF. This management fee is calculated and accrued daily and paid monthly. This management fee covers, at least in part, the Manager’s fees and costs associated with acting as the manager and the portfolio manager of the applicable Mackenzie ETF and the other fees and expenses, described below, that are payable by the Manager in connection with each Mackenzie ETF. See “Fees and Expenses – Fees and Expenses Payable by the Manager”.

<b>Mackenzie ETF</b>	<b>Management fee (annual rate)</b>
Mackenzie Maximum Diversification Canada Index ETF	0.45% of NAV
Mackenzie Maximum Diversification US Index ETF	0.45% of NAV
Mackenzie Maximum Diversification Developed Europe Index ETF	0.50% of NAV
Mackenzie Maximum Diversification All World Developed Index ETF	0.50% of NAV
Mackenzie Maximum Diversification Emerging Markets Index ETF	0.50% of NAV
Mackenzie Maximum Diversification All World Developed ex North America Index ETF	0.50% of NAV
Mackenzie China A-Shares CSI 300 Index ETF	0.65% of NAV
Mackenzie Canadian Large Cap Equity Index ETF	0.05% of NAV
Mackenzie Canadian Equity Index ETF	0.05% of NAV
Mackenzie US Large Cap Equity Index ETF	0.08% of NAV
Mackenzie US Large Cap Equity Index ETF (CAD-Hedged)	0.08% of NAV
Mackenzie International Equity Index ETF	0.20% of NAV
Mackenzie International Equity Index ETF (CAD-Hedged)	0.20% of NAV
Mackenzie Canadian Aggregate Bond Index ETF	0.09% of NAV
Mackenzie Canadian Short-Term Bond Index ETF	0.09% of NAV
Mackenzie Canadian All Corporate Bond Index ETF	0.30% of NAV
Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged)	0.45% of NAV

## Fees and Expenses Payable by the Mackenzie ETFs

### Type of Fee

### Amount and Description

#### Management Fee:

Mackenzie ETF	Management fee (annual rate)
Mackenzie Emerging Markets Local Currency Bond Index ETF	0.45% of NAV
Mackenzie US TIPS Index ETF (CAD-Hedged)	0.20% of NAV
Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged)	0.25% of NAV
Mackenzie US High Yield Bond Index ETF (CAD-Hedged)	0.50% of NAV
Mackenzie Canadian Short Term Fixed Income ETF	0.35% of NAV
Mackenzie Core Plus Canadian Fixed Income ETF	0.40% of NAV
Mackenzie Core Plus Global Fixed Income ETF	0.60% of NAV
Mackenzie Floating Rate Income ETF	0.60% of NAV
Mackenzie Global High Yield Fixed Income ETF	0.60% of NAV
Mackenzie Unconstrained Bond ETF	0.50% of NAV
Mackenzie Global Leadership Impact ETF	0.55% of NAV
Mackenzie Ivy Global Equity ETF	0.75% of NAV
Mackenzie Portfolio Completion ETF	0.45% of NAV

As of the date of this prospectus, the Manager expects that it will waive approximately 0.325% of the 0.65% management fee of Mackenzie China A-Shares CSI 300 Index ETF; however, the Manager expects that Mackenzie China A-Shares CSI 300 Index ETF will invest in the Underlying ChinaAMC ETF and will, as a result of such investment, be exposed to an additional annual management fee of approximately 0.325%.

As a result of this exposure, the Manager expects that the “effective annual management fee” of Mackenzie China A-Shares CSI 300 Index ETF will be approximately 0.65%. The Manager is under no obligation to continue to waive any portion of the management fee payable by Mackenzie China A-Shares CSI 300 Index ETF in the future and may discontinue this practice at any time.

#### Certain Operating Expenses:

In addition to the applicable management fee, the only operating expenses payable by each Mackenzie ETF are (i) interest and borrowing costs; (ii) brokerage expenses and related transaction fees, including transaction-related fees payable to the Custodian or its agents; (iii) the fees and expenses relating to the operation of the IRC; (iv) the fees under any derivative instrument used by the applicable Mackenzie ETF; (v) the costs of complying with the regulatory requirement to produce ETF Facts or other similar disclosure documents; (vi) the costs of complying with governmental or regulatory requirements introduced after June 25, 2019, including, without limitation, any new fees or increases in fees (these costs will be assessed based on the extent and nature of these new requirements); (vii) the fees related to external services that are not commonly charged in the Canadian exchange-traded fund industry as of June 25, 2019; (viii) any termination costs that may be allocated by the Manager to a Mackenzie ETF; (ix) fees paid to external service providers associated with tax reclaims, refunds or the preparation of foreign tax reports on behalf of the Mackenzie ETFs; (x) fees paid to external legal counsel and/or others in connection with corporate or other actions

## Fees and Expenses Payable by the Mackenzie ETFs

### Type of Fee

### Amount and Description

affecting the portfolio holdings of a Mackenzie ETF; and (xi) any applicable taxes, including income, withholding or other taxes and also including goods and services or harmonized sales taxes on expenses.

The Manager may decide, in its discretion, to pay for some of these operating expenses that are otherwise payable by a Mackenzie ETF, rather than having the Mackenzie ETF incur such operating expenses. The Manager is under no obligation to do so and, if any operating expenses are reimbursed by the Manager, it may discontinue this practice at any time.

### **Fund of Funds:**

A Mackenzie ETF may, in accordance with applicable securities laws and, if applicable, exemptive relief obtained by the Mackenzie mutual funds, including the Mackenzie ETFs, invest in other Mackenzie exchange-traded funds, other investment funds managed by the Manager or its affiliates and other exchange-traded funds managed by third parties. With respect to such investments, no management or incentive fees are payable by the Mackenzie ETF that, to a reasonable person, would duplicate a fee payable by the other investment funds for the same service. Where a Mackenzie ETF invests in another exchange-traded fund or other investment fund managed by the Manager or its affiliates and such other fund pays a management fee to the Manager or its affiliates, that is higher than the management fee payable by the Mackenzie ETF, the Manager will adjust the management fee payable by the Mackenzie ETF to ensure that the total annual fees paid, directly or indirectly, to the Manager by the Mackenzie ETF does not exceed the annual management fee set out above for the Mackenzie ETF.

Where a Mackenzie ETF invests in an exchange-traded fund that is not managed by the Manager or its affiliates, the fees and expenses payable in connection with the management of that exchange-traded fund, including management and incentive fees, are not duplicative and are in addition to those payable by the Mackenzie ETF. No sales or redemption fees are payable by the Mackenzie ETF in relation to any purchase or redemption of the securities of such investment funds. Commissions may apply to the purchase or sale of exchange-traded fund securities.

## Fees and Expenses Payable Directly by the Manager

### Type of Fee

### Amount and Description

### **Other Expenses:**

Other than the operating expenses payable by the Mackenzie ETFs, as described above, the Manager is responsible for all of the other costs and expenses of the Mackenzie ETFs. These costs and expenses include the custody and safekeeping fees payable to the Custodian and the fees payable to the Registrar and Transfer Agent, the Fund Administrator, the auditor and other service providers retained by the Manager as described under “**Organization and Management Details of the Mackenzie ETFs – Manager of the Mackenzie ETFs – Duties and Services Provided by the Manager**”.

## **Fees and Expenses Payable Directly by Unitholders**

### **Type of Fee**

### **Amount and Description**

#### **Other Charges:**

An amount may be charged to a Designated Broker or Dealer to offset certain transaction and other costs associated with the listing, issue, exchange and/or redemption of Units of a Mackenzie ETF. This charge, which is payable to the applicable Mackenzie ETF, does not apply to Unitholders who buy and sell their Units through the facilities of the TSX, the NEO Exchange or another exchange or marketplace. See “**Purchases of Units**” and “**Redemption of Units**”.

See “**Fees and Expenses**”.

## **OVERVIEW OF THE LEGAL STRUCTURE OF THE MACKENZIE ETFs**

The Mackenzie ETFs are exchange-traded mutual funds established as trusts under the laws of the Province of Ontario. The Mackenzie ETFs have been established pursuant to the Declaration of Trust.

While each Mackenzie ETF is a mutual fund under the securities legislation of certain provinces and territories of Canada, each Mackenzie ETF has obtained exemptive relief from certain provisions of Canadian securities legislation applicable to conventional mutual funds.

The head office and the sole office of each of the Mackenzie ETFs and the Manager is located at 180 Queen Street West, Toronto, Ontario M5V 3K1.

## **INVESTMENT OBJECTIVES**

### **Investment Objectives of the Mackenzie Index ETFs**

The Mackenzie Index ETFs are exchange-traded mutual funds established as trusts under the laws of the Province of Ontario. Each Mackenzie Index ETF seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of a specified market index.

#### ***Mackenzie Maximum Diversification Canada Index ETF***

Mackenzie Maximum Diversification Canada Index ETF seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the TOBAM Maximum Diversification Canada Index, or any successor thereto. It invests primarily in Canadian equity securities.

#### ***Mackenzie Maximum Diversification US Index ETF***

Mackenzie Maximum Diversification US Index ETF seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the TOBAM Maximum Diversification USA Index, or any successor thereto. It invests primarily in U.S. equity securities.

#### ***Mackenzie Maximum Diversification Developed Europe Index ETF***

Mackenzie Maximum Diversification Developed Europe Index ETF seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the TOBAM Maximum Diversification Developed Europe Index, or any successor thereto. It invests primarily in equity securities of developed European markets.

#### ***Mackenzie Maximum Diversification All World Developed Index ETF***

Mackenzie Maximum Diversification All World Developed Index ETF seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the TOBAM Maximum Diversification All World Developed Index, or any successor thereto. It invests primarily in equity securities of developed world markets.

#### ***Mackenzie Maximum Diversification Emerging Markets Index ETF***

Mackenzie Maximum Diversification Emerging Markets Index ETF seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the TOBAM Maximum Diversification Emerging Index, or any successor thereto. It invests primarily in equity securities of emerging markets.

#### ***Mackenzie Maximum Diversification All World Developed ex North America Index ETF***

Mackenzie Maximum Diversification All World Developed ex North America Index ETF seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the TOBAM Maximum Diversification All World Developed ex North America Index, or any successor thereto. It invests primarily in equity securities of developed world markets, excluding North America.



***Mackenzie China A-Shares CSI 300 Index ETF***

Mackenzie China A-Shares CSI 300 Index ETF seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the CSI 300 Index, or any successor thereto, by investing directly in the constituent securities of the CSI 300 Index, or indirectly through ChinaAMC CSI 300 Index ETF or other exchange-traded funds that track the CSI 300 Index. Mackenzie China A-Shares CSI 300 Index ETF has significant exposure to Chinese issuers.

***Mackenzie Canadian Large Cap Equity Index ETF***

Mackenzie Canadian Large Cap Equity Index ETF seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive Canada Large Cap Index, or any successor thereto. It invests primarily in Canadian equity securities.

***Mackenzie Canadian Equity Index ETF***

Mackenzie Canadian Equity Index ETF seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive Canada Broad Market Index, or any successor thereto. It invests primarily in Canadian equity securities.

***Mackenzie US Large Cap Equity Index ETF***

Mackenzie US Large Cap Equity Index ETF seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive US Large Cap Index, or any successor thereto. It invests primarily in U.S. equity securities.

***Mackenzie US Large Cap Equity Index ETF (CAD-Hedged)***

Mackenzie US Large Cap Equity Index ETF (CAD-Hedged) seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive US Large Cap Hedged to CAD Index, or any successor thereto. It invests primarily in U.S. equity securities, either directly or indirectly, with its foreign currency exposure hedged back to the Canadian dollar.

***Mackenzie International Equity Index ETF***

Mackenzie International Equity Index ETF seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive GBS Developed Markets ex North America Large & Mid Cap CAD Index, or any successor thereto. It invests primarily in equity securities of developed countries outside of Canada and the U.S.

***Mackenzie International Equity Index ETF (CAD-Hedged)***

Mackenzie International Equity Index ETF (CAD-Hedged) seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive GBS Developed Markets ex North America Large & Mid Cap Hedged to CAD Index, or any successor thereto. It invests primarily in equity securities of developed countries outside of Canada and the U.S., either directly or indirectly, with its foreign currency hedged back to the Canadian dollar.

***Mackenzie Canadian Aggregate Bond Index ETF***

Mackenzie Canadian Aggregate Bond Index ETF seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive Canadian Select Universe Bond Index, or any successor thereto. It invests primarily in Canadian investment-grade bonds, including government, quasi-government and corporate bonds.

***Mackenzie Canadian Short-Term Bond Index ETF***

Mackenzie Canadian Short-Term Bond Index ETF seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive Canadian Select Short-Term Bond Index, or any successor thereto. It invests primarily in Canadian investment-grade bonds.

***Mackenzie Canadian All Corporate Bond Index ETF***

Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive Canadian Select Corporate Bond Index, or any successor thereto. It invests primarily in Canadian investment-grade corporate bonds.

***Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged)***

Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive EM USD Govt & Govt Related Bond Select CAD Hedged NTR Index or any successor thereto. It invests primarily in U.S. denominated, emerging market government bonds and government related bonds. Foreign currency is hedged back to the Canadian dollar.

***Mackenzie Emerging Markets Local Currency Bond Index ETF***

Seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive EM Local Currency Government Bond Select NTR Index, or any successor thereto. It invests primarily in local currency denominated, emerging market government bonds.

***Mackenzie US TIPS Index ETF (CAD-Hedged)***

Mackenzie US TIPS Index ETF (CAD-Hedged) seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive US Treasury Inflation-Linked Bond Hedged to CAD Index, or any successor thereto. It invests primarily in U.S. Treasury Inflation-Protected Securities (TIPS), either directly or indirectly, with its foreign currency hedged back to the Canadian dollar.

***Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged)***

Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged) seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive Select USD Investment Grade Corporate Hedged to CAD Index, or any successor thereto. It invests primarily in investment-grade corporate bonds issued in U.S. dollars, either directly or indirectly, with its foreign currency hedged back to the Canadian dollar.

***Mackenzie US High Yield Bond Index ETF (CAD-Hedged)***

Mackenzie US High Yield Bond Index ETF (CAD-Hedged) seeks to replicate, to the extent reasonably possible and before fees and expenses, the performance of the Solactive USD High Yield Corporates Total Market Hedged to CAD Index, or any successor thereto. It invests primarily in high-yield rated corporate bonds issued in U.S. dollars, either directly or indirectly, with its foreign currency hedged back to the Canadian dollar.

**Investment Objectives of the Mackenzie Active ETFs**

The Mackenzie Active ETFs are exchange-traded mutual funds established as trusts under the laws of the Province of Ontario. The investment objective of each Mackenzie Active ETF is set forth below.

***Mackenzie Canadian Short Term Fixed Income ETF***

Mackenzie Canadian Short Term Fixed Income ETF seeks to provide a steady flow of income with an emphasis on capital preservation by investing mainly in fixed-income securities issued in Canada by governments, government-related entities and corporations. Mackenzie Canadian Short Term Fixed Income ETF will generally invest in high quality fixed-income securities with relatively shorter terms to maturity.

***Mackenzie Core Plus Canadian Fixed Income ETF***

Mackenzie Core Plus Canadian Fixed Income ETF seeks to provide a steady flow of income with an emphasis on capital preservation by investing primarily in investment-grade Canadian government, corporate fixed-income and/or asset-backed securities, in each case with maturities of more than one year.

### ***Mackenzie Core Plus Global Fixed Income ETF***

Mackenzie Core Plus Global Fixed Income ETF seeks to provide a steady flow of income with an emphasis on capital preservation by investing primarily in investment-grade fixed-income securities denominated in Canadian or foreign currencies that are issued by companies or governments.

### ***Mackenzie Floating Rate Income ETF***

Mackenzie Floating Rate Income ETF seeks to generate current income by investing primarily in floating rate debt instruments and/or high yield debt securities of issuers located anywhere in the world.

### ***Mackenzie Global High Yield Fixed Income ETF***

Mackenzie Global High Yield Fixed Income ETF seeks to provide a steady flow of income with potential for long-term capital growth by investing primarily in higher yielding fixed-income securities and instruments of issuers anywhere in the world and in other fixed-income securities issued by companies or governments of any size, anywhere in the world.

### ***Mackenzie Unconstrained Bond ETF***

Mackenzie Unconstrained Bond ETF seeks to provide a positive total return over a market cycle, regardless of market conditions, by investing primarily in fixed-income securities of issuers anywhere in the world and in derivative instruments.

### ***Mackenzie Global Leadership Impact ETF***

Mackenzie Global Leadership Impact ETF seeks to provide long-term capital growth by investing primarily in companies that promote gender diversity and women's leadership, anywhere in the world.

### ***Mackenzie Ivy Global Equity ETF***

Mackenzie Ivy Global Equity ETF seeks to provide long-term capital growth, consistent with protection of capital, by investing primarily in a broad range of equity securities within developed markets, anywhere in the world.

### ***Mackenzie Portfolio Completion ETF***

Mackenzie Portfolio Completion ETF seeks to provide diversification, long-term capital appreciation and the potential for income by investing primarily in a diversified portfolio of alternative asset classes, including non-traditional equity and fixed-income securities of issuers located anywhere in the world, currencies and commodities.

## **THE INDICES**

### **The TOBAM Maximum Diversification Indices**

TOBAM's core philosophy is to enhance diversification in order to capture the full risk premium of an asset class. The TOBAM Maximum Diversification Index Series is a series of indices provided by TOBAM that include the Indices. Each Index aims to create a more diversified equity portfolio relative to a market capitalization weighted benchmark by employing a mathematical definition of diversification, which TOBAM defines as the "Diversification Ratio®". This approach is designed to access the full risk premium evenly from all of the independent risk factors that are available in an investment universe. The Index creation process described below is designed to create portfolios that deliver a more efficient risk/return profile than a market capitalization portfolio.

Each Index represents an example of what is commonly referred to as a smart beta investment methodology. Smart beta refers to alternative index construction rules compared to the traditional market-capitalization-based approach. As an initial step, TOBAM determines the securities eligible for inclusion in its indices based on all equities that are listed on a regulated exchange from a particular country. Each equity security is assigned to only one country based on TOBAM's classification rules. In order to be eligible for inclusion, the security needs to comply with TOBAM's market capitalization threshold and liquidity rules, which are reviewed quarterly. This process establishes the

securities that are included in the “TOBAM Universe”. The securities eligible for inclusion in each Index are drawn from the securities within the TOBAM Universe that have been assigned (using TOBAM’s rules) to the country or one of the countries included in the applicable Index (the “**Subset**”). For example, the securities eligible for inclusion in the TOBAM Maximum Diversification Canada Index are drawn from the securities in the TOBAM Universe that have been assigned to Canada under TOBAM’s rules.

TOBAM determines which securities are added to each Index by applying its Diversification Ratio®. The Diversification Ratio® is a mathematical formula that selects a combination of stocks from the Subset that have a low correlation to each other and a higher level of diversification (as defined by the Diversification Ratio®) than the applicable Subset.

In addition to the Diversification Ratio®, a number of Index constraints are applied during the rebalancing process in order to limit the tracking error between the resulting Index and the applicable Subset. For example, weighting caps are applied at the stock level and, depending on the Index, country and/or regional constraints may also be applied. These caps are set relative to the weightings in the applicable Subset. In addition, turnover is examined, and an optimization is applied to the Index methodology in order to reduce turnover. The active share of each Index, measured as the percentage of stock holdings of the Index that differ from the applicable Subset, cannot exceed 50% (e.g., if a security weight is 5% in the applicable Subset and 1% in the Index, this constitutes 4% toward active share). Finally, all TOBAM Maximum Diversification Indices include a socially responsible investment filter, which excludes those companies declared as non-responsible by a designated organization.

The Indices are rebalanced on a quarterly basis on the third Friday of each of March, June, September and December using data as at the close of business on the second Friday of that month. When a security is added to the applicable Subset, the security will be considered for inclusion in the corresponding Index at the next quarterly review. If a security is removed from the applicable Subset, the corresponding Constituent Security will simultaneously be removed from the corresponding Index.

The Index Provider’s website, at <http://www.tobam.fr/indice-max-div/>, provides more detailed information on the Index methodology.

#### ***TOBAM Maximum Diversification Canada Index***

The TOBAM Maximum Diversification Canada Index is designed to measure the performance of Canadian large and mid-capitalization equity securities selected and weighted to enhance diversification.

#### ***TOBAM Maximum Diversification USA Index***

The TOBAM Maximum Diversification USA Index is designed to measure the performance of U.S. large and mid-capitalization equity securities selected and weighted in order to enhance diversification. On March 1, 2019, the Mackenzie Maximum Diversification US Index ETF began to track a version of the Index which is calculated net of withholding taxes.

#### ***TOBAM Maximum Diversification Developed Europe Index***

The TOBAM Maximum Diversification Developed Europe Index is designed to measure the performance of large and mid-capitalization equity securities of developed European markets selected and weighted in order to enhance diversification. On March 1, 2019, the Mackenzie Maximum Diversification Developed Europe Index ETF began to track a version of the Index which is calculated net of withholding taxes.

#### ***TOBAM Maximum Diversification All World Developed Index***

The TOBAM Maximum Diversification All World Developed Index is designed to measure the performance of large and mid-capitalization equity securities of developed markets selected and weighted in order to enhance diversification. The Index employs a geographic constraint, whereby the weight attributed to any of the regions of North America, Europe and Asia cannot exceed by more than 5% its corresponding weight within the applicable Subset. On March 1, 2019, the Mackenzie Maximum Diversification All World Developed Index ETF began to track a version of the Index which is calculated net of withholding taxes.

### ***TOBAM Maximum Diversification Emerging Index***

The TOBAM Maximum Diversification Emerging Index is designed to measure the performance of large and mid-capitalization equity securities of advanced and secondary emerging markets selected and weighted in order to enhance diversification. The applicable Subset provides investors with a comprehensive means of measuring the performance of the most liquid companies in the emerging markets. On March 1, 2019, the Mackenzie Maximum Diversification Emerging Markets Index ETF began to track a version of the Index which is calculated net of withholding taxes.

### ***TOBAM Maximum Diversification All World Developed ex North America Index***

The TOBAM Maximum Diversification All World Developed ex North America Index is designed to measure the performance of large and mid-capitalization equity securities of developed markets, excluding the U.S. and Canada, selected and weighted in order to enhance diversification. The TOBAM All World Developed ex North America Index employs a geographic constraint whereby the weight attributed to any of the regions of Europe and Asia cannot exceed by more than 10% its corresponding weight within the applicable Subset. On March 1, 2019, the Mackenzie Maximum Diversification All World Developed ex North America Index ETF began to track a version of the Index which is calculated net of withholding taxes.

### **CSI 300 Index**

CSI specializes in the creation and management of indices and index-related services. Based in Shanghai, China, CSI is the Index Provider for the CSI 300 Index. CSI is a leading Chinese index provider and is dedicated to serving the capital market and promoting financial innovation.

The CSI 300 Index is comprised of the 300 stocks with the largest market capitalization and liquidity from the entire universe of listed A-shares companies in the People's Republic of China. "A-shares" is a term used to describe shares of mainland China-based companies that trade on the two Chinese stock exchanges: the Shanghai Stock Exchange and the Shenzhen Stock Exchange. A-shares are only quoted in Chinese renminbi. The Constituent Securities are free-float adjusted and category weighted. The CSI 300 Index is calculated on the basis that any dividends or distributions are not reinvested.

**Further information about the CSI 300 Index is available from CSI on its website at <http://www.csindex.com.cn/en>.**

### **The Solactive Indices**

Solactive provides tailor-made and broad-based indices across all asset classes, which are developed, calculated and distributed worldwide. Based in Frankfurt, Germany, Solactive is the Index Provider for Solactive Canada Large Cap Index, Solactive Canada Broad Market Index, Solactive US Large Cap Index, Solactive US Large Cap Hedged to CAD Index, Solactive GBS Developed Markets ex North America Large & Mid Cap CAD Index, Solactive GBS Developed Markets ex North America Large & Mid Cap Hedged to CAD Index, Solactive Canadian Select Universe Bond Index, Solactive Canadian Select Short-Term Bond Index, Solactive Canadian Select Corporate Bond Index, Solactive EM USD Govt & Govt Related Bond Select CAD Hedged NTR Index, Solactive EM Local Currency Government Bond Select NTR Index, Solactive US Treasury Inflation-Linked Bond Hedged to CAD Index, Solactive Select USD Investment Grade Corporate Hedged to CAD Index and Solactive USD High Yield Corporates Total Market Hedged to CAD Index (the "**Solactive Indices**").

#### ***Solactive Canada Large Cap Index***

The Solactive Canada Large Cap Index is a market capitalization-weighted index of securities of the largest and most liquid companies that are representative of the Canadian stock market. It includes common stocks and income trust units.

#### ***Solactive Canada Broad Market Index***

The Solactive Canada Broad Market Index is a market capitalization-weighted index of securities that broadly represent the Canadian stock market. It includes common stocks and income trust units.

### ***Solactive US Large Cap Index***

The Solactive US Large Cap Index is a market capitalization-weighted index of securities that represent the large cap segment of the US stock market.

### ***Solactive US Large Cap Hedged to CAD Index***

The Solactive US Large Cap Hedged to CAD Index is a market capitalization-weighted index of securities that captures large capitalization representation of the US stock market. Foreign currency exposure is hedged back to the Canadian dollar.

### ***Solactive GBS Developed Markets ex North America Large & Mid Cap CAD Index***

The Solactive GBS Developed Markets ex North America Large & Mid Cap CAD Index is a market capitalization-weighted index of securities that captures large and mid-capitalization representation across developed market countries around the world, excluding the US and Canada.

### ***Solactive GBS Developed Markets ex North America Large & Mid Cap Hedged to CAD Index***

The Solactive GBS Developed Markets ex North America Large & Mid Cap Hedged to CAD Index is a market capitalization-weighted index of securities that captures large and mid-capitalization representation across developed market countries around the world, excluding the US and Canada. Foreign currency exposure is hedged back to the Canadian dollar.

### ***Solactive Canadian Select Universe Bond Index***

The Solactive Canadian Select Universe Bond Index is designed to track the performance of the bonds denominated in Canadian dollars that are issued in the Canadian market. The index seeks to provide a broad measure of the Canadian investment-grade fixed-income market, covering government, quasi-government and corporate bonds.

### ***Solactive Canadian Select Short-Term Bond Index***

Solactive Canadian Select Short-Term Bond Index is a maturity sub-index of the Solactive Canadian Select Universe Bond Index. The index is designed to replicate the 1 to 5-year maturity band of the broad Canadian investment-grade fixed-income market.

### ***Solactive Canadian Select Corporate Bond Index***

Solactive Canadian Select Corporate Bond Index is a maturity sub-index of the Solactive Canadian Select Universe Bond Index. The index is designed to replicate the 1 to 5-year maturity band of the broad Canadian investment-grade corporate fixed-income market.

### ***Solactive EM USD Govt & Govt Related Bond Select CAD Hedged NTR Index***

Solactive EM USD Govt & Govt Related Bond Select Hedged NTR Index is a market capitalization-weighted index of emerging market government bonds and government related bonds denominated in U.S. dollars.

### ***Solactive EM Local Currency Government Bond Select NTR Index***

Solactive EM Local Currency Government Bond Select NTR Index is a market capitalization-weighted index of emerging market government bonds and government related bonds issued by a sovereign in its domestic currency.

### ***Solactive US Treasury Inflation-Linked Bond Hedged to CAD Index***

Solactive US Treasury Inflation-Linked Bond Hedged to CAD Index is a rules-based, market-value-weighted index engineered to mirror the performance of Treasury Inflation-Protected Securities (TIPS) issued by the United States. The US dollar currency exposure is hedged back to Canadian dollars.

### ***Solactive Select USD Investment Grade Corporate Hedged to CAD Index***

Solactive Select USD Investment Grade Corporate Hedged to CAD Index is a rules-based, market-value-weighted index engineered to mirror the performance of investment-grade corporate bonds issued in USD. The US dollar currency exposure is hedged back to Canadian dollars.

### ***Solactive USD High Yield Corporates Total Market Hedged to CAD Index***

Solactive USD High Yield Corporates Total Market Hedged to CAD Index is a rules-based, market-value-weighted index engineered to mirror the performance of high-yield rated corporate bonds issued in USD. The U.S. dollar currency exposure is hedged back to Canadian dollars.

**Further information about any of the Solactive Indices is available from Solactive on its website at <http://solactive.com>.**

### **Change in an Index**

The Manager may, subject to any required Unitholder approval, change the Index tracked by a Mackenzie Index ETF to another widely recognized index in order to provide investors with substantially the same exposure to the asset class to which the Mackenzie Index ETF is currently exposed. If the Manager changes the Index, or any index replacing such index, the Manager will issue a press release identifying the new index, describing its constituent securities and specifying the reasons for the change.

### **Termination of an Index**

Each Index is calculated and maintained by or on behalf of an Index Provider. If the Index Provider ceases to calculate an Index or the Index License Agreement in respect of an Index is terminated, the Manager may (i) terminate the applicable Mackenzie Index ETF on not less than 60 days' notice to Unitholders; (ii) change the investment objective of the applicable Mackenzie Index ETF or seek to replicate an alternative index (subject to any Unitholder approval in accordance with Canadian securities legislation); or (iii) make such other arrangement as the Manager considers appropriate and in the best interests of Unitholders of the Mackenzie Index ETF in the circumstances.

### **Use of the Indices**

The Manager and each Mackenzie Index ETF are permitted to use the applicable Index pursuant to the applicable Index License Agreement.

### ***TOBAM***

The Manager and the Mackenzie Maximum Diversification ETFs are permitted to use the referable Indices and certain related trademarks and trade names pursuant to the applicable Index License Agreement. The initial term of this Index License Agreement is five years, and is automatically renewed for successive three-year periods unless either party to the agreement takes steps to terminate. The Manager and the Mackenzie Maximum Diversification ETFs do not accept responsibility for, or guarantee the accuracy and/or completeness of, the Indices or any data included in the Indices. If this Index License Agreement is terminated for any reason in respect of one or more Mackenzie Maximum Diversification ETF, the Manager will no longer be able to base these Mackenzie Index ETFs on the applicable Indices.

### ***CSI***

The Manager and Mackenzie China A-Shares CSI 300 Index ETF are permitted to use the CSI 300 Index and certain related trademarks and trade names pursuant to the applicable Index License Agreement. The initial term of this Index License Agreement is three years and is automatically renewed for successive two-year periods unless either party to the agreement takes steps to terminate. The Manager and Mackenzie China A-Shares CSI 300 Index ETF do not accept responsibility for, or guarantee the accuracy and/or completeness of, Mackenzie China A-Shares CSI 300 Index ETF or any data included in the CSI 300 Index. If this Index License Agreement is terminated for any reason, the Manager will no longer be able to base Mackenzie China A-Shares CSI 300 Index ETF on the CSI 300 Index.

## ***Solactive***

The Manager and the Mackenzie Solactive ETFs are permitted to use the referable Indices and certain related trademarks and trade names pursuant to the applicable Index License Agreement. This Index License Agreement does not have a fixed term; however, it may be terminated by either party in certain circumstances. If this Index License Agreement is terminated for any reason in respect of one or more Mackenzie Solactive ETF, the Manager will no longer be able to base these Mackenzie Index ETFs on the applicable Indices.

## **INVESTMENT STRATEGIES**

### **Investment Strategies of the Mackenzie Index ETFs**

***Mackenzie Maximum Diversification Canada Index ETF, Mackenzie Maximum Diversification US Index ETF, Mackenzie Maximum Diversification Developed Europe Index ETF, Mackenzie Maximum Diversification All World Developed Index ETF, Mackenzie Maximum Diversification Emerging Markets Index ETF and Mackenzie Maximum Diversification All World Developed ex North America Index ETF***

In order to achieve its investment objective, each of Mackenzie Maximum Diversification Canada Index ETF, Mackenzie Maximum Diversification US Index ETF, Mackenzie Maximum Diversification Developed Europe Index ETF, Mackenzie Maximum Diversification All World Developed Index ETF, Mackenzie Maximum Diversification Emerging Markets Index ETF and Mackenzie Maximum Diversification All World Developed ex North America Index ETF will hold the Constituent Securities of the applicable Index in approximately the same proportion as they are reflected in that Index. In addition, or in the alternative, each of the Mackenzie Maximum Diversification Index ETFs may, in certain circumstances and at the discretion of the Manager, employ a sampling methodology. It is expected that the Manager will use this sampling methodology where it is difficult to acquire the necessary Constituent Securities of the applicable Index, where the asset levels of the applicable Mackenzie Maximum Diversification Index ETF do not allow for the holding of all of the Constituent Securities or where it is otherwise beneficial to the applicable Mackenzie Maximum Diversification Index ETF to do so.

Sampling involves the use of quantitative analysis to select either a subset of the Constituent Securities from the applicable Index or a combination of some or all of the Constituent Securities from the applicable Index and other securities that are not part of that Index. In either case, the representative sample of securities selected by the Manager should have, in the aggregate, the investment characteristics that are similar to the applicable Index, based on factors such as the Diversification Ratio® used in constructing the applicable Index, industry weightings, country weightings, key risk factors and performance attributes. In certain circumstances, the Manager may obtain exposure to one or more securities through the use of derivatives as part of the sampling methodology. The Manager will analyze periodically the representative sample of securities held by the applicable Mackenzie Maximum Diversification Index ETF and may effect a rebalancing as a result of this analysis. On March 1, 2019, each of these Mackenzie ETF's, other than the Mackenzie Maximum Diversification Canada Index ETF, began to track a version of the applicable Index which is calculated net of withholding taxes.

### ***Mackenzie China A-Shares CSI 300 Index ETF***

In order to achieve its investment objective, Mackenzie China A-Shares CSI 300 Index ETF will invest primarily in units of the Underlying ChinaAMC ETF. The Underlying ChinaAMC ETF seeks to provide investment results that, before deduction of fees and expenses, closely correspond to the performance of the CSI 300 Index. The Underlying ChinaAMC ETF primarily uses a full replication strategy through investing directly in securities included in the CSI 300 Index in substantially the same weightings in which they are included in that Index, through the Underlying ChinaAMC ETF manager's status as a RQFII. The Underlying ChinaAMC ETF manager may, at its discretion, employ a "sampling" strategy where it is not possible to acquire Constituent Securities of the Index due to restrictions or limited availability.

As an alternative or in combination with investing in units of the Underlying ChinaAMC ETF, Mackenzie China A-Shares CSI 300 Index ETF may purchase Constituent Securities directly. In doing so, Mackenzie China A-Shares CSI 300 Index ETF may hold a proportionate share of Constituent Securities or it may use a sampling methodology.



### ***Mackenzie CAD-Hedged ETFs***

Each of Mackenzie US Large Cap Equity Index ETF (CAD-Hedged), Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged), Mackenzie US TIPS Index ETF (CAD-Hedged), Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged) and Mackenzie US High Yield Bond Index ETF (CAD-Hedged) use derivative instruments to seek to hedge the U.S. dollar exposure within its portfolio to the Canadian dollar.

Mackenzie International Equity Index ETF (CAD-Hedged) uses derivative instruments to seek to hedge the exposure to any currencies within its portfolio, other than the Canadian dollar, to the Canadian dollar.

In order to achieve its investment objective, each of Mackenzie US Large Cap Equity Index ETF (CAD-Hedged) and Mackenzie International Equity Index ETF (CAD-Hedged) invests primarily in Mackenzie US Large Cap Equity Index ETF and Mackenzie International Equity Index ETF, respectively. In the alternative or in addition to investing in these Mackenzie Index ETFs, Mackenzie US Large Cap Equity Index ETF (CAD-Hedged) and Mackenzie International Equity Index ETF (CAD-Hedged) may invest its assets directly in a proportionate share of Constituent Securities or by using a sampling methodology, as described below.

### ***Mackenzie Solactive ETFs***

Except as noted above, in order to achieve its investment objectives, the investment strategy of each Mackenzie Solactive ETF is to invest in and hold a proportionate share of the Constituent Securities of the applicable Index to seek to replicate the performance of that Index. The Mackenzie Solactive ETFs may also hold cash and cash equivalents or other money market instruments in order to meet their current obligations.

The Manager may use a sampling methodology in selecting investments for a Mackenzie Solactive ETF. Sampling means that the Manager will use quantitative analysis to select either a subset of the securities from the applicable Index or a combination of some or all of the Constituent Securities from the Index and other securities that are not part of the Index to obtain a representative sample of securities that resemble the Index in terms of key risk factors, performance attributes, industry weightings, market capitalization and other appropriate financial characteristics in a manner that is consistent with the investment objectives and investment strategies of the Mackenzie Solactive ETF. The quantity of Constituent Securities selected using such sampling methodology will be based on a number of factors, including the asset base of the Mackenzie Solactive ETF.

In the case of Mackenzie US High Yield Bond Index ETF (CAD-Hedged), until this Mackenzie Solactive ETF is permitted from a U.S. regulatory perspective to invest in certain Constituent Securities, it may invest in one or more exchange-traded funds managed by third parties. The Manager will reimburse Mackenzie US High Yield Bond Index ETF (CAD-Hedged) for any management fees incurred by it as a result of its investment in these exchange-traded funds.

Securities regulators may allow index investment funds, such as the Mackenzie Solactive ETFs, to exceed the normal investment concentration limits if required to allow such investment funds to track the relevant index. In accordance with the regulatory requirements, each Mackenzie Solactive ETF may track the applicable Index in this manner.

In the event that a Mackenzie Solactive ETF invests in another investment fund managed by the Manager or one of its affiliates, the management fee payable by the Mackenzie Solactive ETF may be reduced in order to ensure that the aggregate fees paid directly or indirectly to the Manager by the Mackenzie Solactive ETF does not exceed the management fee of the Mackenzie Solactive ETF. See “**Fees and Expenses – Fees and Expenses Payable by the Mackenzie ETFs – Management Fee – Fund of Funds**”.

The underlying securities of a Mackenzie Solactive ETF will change from time to time as the Constituent Securities held in the applicable Index change. When there are frequent changes to the securities held by a Mackenzie Solactive ETF, the Mackenzie Solactive ETF is more likely to realize net capital gains and to make distributions of capital gains or income to Unitholders.

## Rebalancing Events

Whenever an Index Provider rebalances or adjusts an Index, including by adding securities to or subtracting securities from that Index, or whenever the Manager determines that there should be a change to the representative sample of the Index, a Mackenzie Index ETF will acquire and/or dispose of the appropriate number of securities, either through a Designated Broker or one or more Dealers or through other brokers in the open market. If the rebalancing is done through a Designated Broker and if the value of all securities purchased by a Mackenzie Index ETF exceeds the value of all securities disposed of by that Mackenzie Index ETF as part of the rebalancing process, the Mackenzie Index ETF may issue to the Designated Broker Units with an aggregate NAV per Unit equal to the excess value or, in the alternative, may pay a cash amount equal to such excess amount. Conversely, if the value of all securities disposed of by the Mackenzie Index ETF exceeds the value of all securities acquired by that Mackenzie Index ETF, the Mackenzie Index ETF may receive the excess value in cash and will manage this cash as described above under “**Surplus Cash Management**”.

If a cash dividend or distribution is paid on a Constituent Security of an Index held by a Mackenzie Index ETF, the dividend or distribution will be managed as described above under “**Surplus Cash Management**”.

## Actions Affecting Constituent Issuers

From time to time, certain corporate or other actions may be taken or proposed by a Constituent Issuer or by a third party that could affect a Constituent Issuer of an Index. An example of such an action would be if a takeover bid or an issuer bid is made for a Constituent Security. In each such case, the Manager will determine, in its discretion, what steps, if any, the Mackenzie Index ETF will take to address the action. In exercising such discretion, the Manager will generally take those steps necessary to ensure that the Mackenzie Index ETF continues to seek to replicate, to the extent reasonably possible and before fees and expenses, the applicable Index or, if a sampling methodology is being used, that the Mackenzie Index ETF continues to have, in the aggregate, the investment characteristics that are similar to the applicable Index.

## Investment Strategies of the Mackenzie Active ETFs

### *Mackenzie Canadian Short Term Fixed Income ETF*

In order to achieve its investment objective, Mackenzie Canadian Short Term Fixed Income ETF invests mainly in fixed-income securities issued in Canada by governments, government-related entities and corporations. Mackenzie Canadian Short Term Fixed Income ETF may invest up to 15% of its net assets, taken at market value at the time of purchase, in fixed-income securities of issuers rated below investment grade, as long as the overall weighted average credit rating of its investment is “A-”, or higher, as established by Dominion Bond Rating Service Limited (or an equivalent rating from another credit rating organization). The Portfolio Manager may vary the weighted average credit quality, and this Mackenzie Active ETF may invest in bonds and other debt instruments that are below investment grade. Mackenzie Canadian Short Term Fixed Income ETF will maintain a minimum holding in government issued debt securities of 30%. In order to limit price volatility, the Portfolio Manager limits the weighted average term to maturity of the investments to five years or less.

The investment approach follows a value investment style. For high-quality bonds, an analysis of macroeconomic factors, such as economic growth, inflation and monetary and fiscal policy, is done in order to position the maturity and credit quality of the portfolio for different stages in the business cycle. Securities that typically have a lower credit quality, such as high-yield debt securities, are analyzed using a bottom-up approach to determine their valuations. This company-specific analysis focuses on the stability of cash flows and the recovery value of the bonds.

Mackenzie Canadian Short Term Fixed Income ETF may invest up to 40% of its assets in foreign investments.

Mackenzie Canadian Short Term Fixed Income ETF may hold a portion of its net assets in direct securities and/or in other investment funds, including other exchange-traded funds, which may be managed by the Manager, in accordance with its investment objectives.

### ***Mackenzie Core Plus Canadian Fixed Income ETF***

In order to achieve its investment objective, Mackenzie Core Plus Canadian Fixed Income ETF invests primarily in investment-grade Canadian government, corporate fixed-income and/or asset-backed securities, in each case with maturities of more than one year. Mackenzie Core Plus Canadian Fixed Income ETF may also invest in unrated debt instruments and preferred shares. Mackenzie Core Plus Canadian Fixed Income ETF may invest up to 25% of its net assets, taken at market value at the time of purchase, in fixed-income securities of issuers rated below investment grade, as long as the overall weighted average credit rating of its investments is “A-” or higher as established by Dominion Bond Rating Service Limited (or an equivalent rating from another credit rating organization). Mackenzie Core Plus Canadian Fixed Income ETF may invest up to 30% of its assets in foreign investments.

Portfolio maturities are adjusted to take advantage of different stages in the economic cycle. Longer maturities are used when interest rates are low or falling and shorter maturities are used in periods of high or rising rates.

Mackenzie Core Plus Canadian Fixed Income ETF follows a value investment style. For high-quality government bonds, an analysis of macroeconomic factors, such as economic growth, inflation and monetary and fiscal policy, is done by the Portfolio Manager in order to position the maturity and credit quality of Mackenzie Core Plus Canadian Fixed Income ETF’s portfolio for different stages in the economic cycle. Instruments that have a lower credit quality, such as corporate bonds, are analyzed using a bottom-up approach to assess their valuation. In the case of corporate securities, this analysis focuses on stability of cash flows and recovery value of the debt instruments. It may also invest in other exchange-traded funds, including exchange-traded funds that invest directly or indirectly in one or more commodities.

### ***Mackenzie Core Plus Global Fixed Income ETF***

In order to achieve its investment objective, Mackenzie Core Plus Global Fixed Income ETF invests primarily in fixed-income securities of companies or governments of any size, anywhere in the world. Mackenzie Core Plus Global Fixed Income ETF may invest up to 25% of its net assets, taken at market value at the time of purchase, in fixed-income securities of issuers rated below investment grade, as long as the overall weighted average credit rating of its investments is “A-” or higher as established by Standard & Poor’s Corporation (or an equivalent rating from another credit rating organization).

The Portfolio Manager employs a macro and fundamental analysis approach, using qualitative insights and quantitative tools and models. Mackenzie Core Plus Global Fixed Income ETF invests across multiple investment-grade fixed-income asset classes, such as government and corporate bonds, floating rate instruments and mortgage backed-securities. The Portfolio Manager employs a flexible approach, allocating assets across credit quality, structures, sectors, currencies, maturities and countries. Mackenzie Core Plus Global Fixed Income ETF has obtained regulatory approval to invest up to 20% of its net assets, taken at market value at the time of purchase, in government and/or supranational agency-issued or guaranteed debt securities of any one issuer with a credit rating of “AA” or higher and, similarly, up to 35% of its net assets, taken at market value at the time of purchase, in government and/or supranational agency-issued or guaranteed debt securities of any one issuer with a credit rating of “AAA” or higher. It may also invest in other exchange-traded funds, including exchange-traded funds that invest directly or indirectly in one or more commodities.

The Portfolio Manager uses qualitative insights and quantitative tools to continuously monitor the opportunities in foreign currencies. Every currency is considered on its own merit, as well as its value and momentum relative to other currencies that can potentially be held in the portfolio. Depending on the Portfolio Manager’s currency outlook, foreign currency exposure may be hedged back to the Canadian dollar. Currently, the Portfolio Manager seeks to hedge a substantial portion of Mackenzie Core Plus Global Fixed Income ETF’s foreign currency exposure to the Canadian dollar.

### ***Mackenzie Floating Rate Income ETF***

In order to achieve its investment objective, Mackenzie Floating Rate Income ETF invests primarily in floating rate debt instruments and/or high yield debt securities of issuers located anywhere in the world. Mackenzie Floating Rate Income ETF invests primarily in floating rate instruments, such as senior loans and floating rate notes. It may also invest in fixed rate high yield corporate bonds or other debt obligations.

The Portfolio Manager uses fundamental analysis to select investments for Mackenzie Floating Rate Income ETF. The Portfolio Manager reviews the values of Mackenzie Floating Rate Income ETF's investments on an ongoing basis, paying particular attention to credit quality. The Portfolio Manager endeavours to diversify the issuers of the instruments held in the portfolio by a number of factors, including industry and sector. It may also invest in other exchange-traded funds, including exchange-traded funds that invest directly or indirectly in one or more commodities.

The Portfolio Manager uses qualitative insights and quantitative tools to continuously monitor the opportunities in foreign currencies. Every currency is considered on its own merit, as well as its value and momentum relative to other currencies that can potentially be held in the portfolio. Depending on the Portfolio Manager's currency outlook, foreign currency exposure may be hedged back to the Canadian dollar. Currently, the Portfolio Manager seeks to hedge a portion of Mackenzie Floating Rate Income ETF's foreign currency exposure to the Canadian dollar.

### ***Mackenzie Global High Yield Fixed Income ETF***

In order to achieve its investment objective, Mackenzie Global High Yield Fixed Income ETF invests in higher yielding and other fixed-income securities and instruments. It employs a fundamental credit analysis in selecting its portfolio holdings, and seeks to take advantage of relative value opportunities that exist in the global fixed-income space. Mackenzie Global High Yield Fixed Income ETF has the flexibility to invest in a wide variety of fixed-income securities and other assets from anywhere in the world, including government bonds, high yield bonds and loans. It may also invest in other exchange-traded funds, including exchange-traded funds that invest directly or indirectly in one or more commodities.

Mackenzie Global High Yield Fixed Income ETF may also invest in mortgage- and asset-backed securities, preferred shares, convertible securities, floating rate debt instruments and other floating rate securities, including senior loans. Mackenzie Global High Yield Fixed Income ETF has obtained regulatory approval to invest up to 20% of its net assets, taken at market value at the time of purchase, in government and/or supranational agency-issued or guaranteed debt securities of any one issuer with a credit rating of "AA" or higher and, similarly, up to 35% of its net assets, taken at market value at the time of purchase, in government and/or supranational agency-issued or guaranteed debt securities of any one issuer with a credit rating of "AAA" or higher.

The Portfolio Manager uses qualitative insights and quantitative tools to continuously monitor the opportunities in foreign currencies. Every currency is considered on its own merit, as well as its value and momentum relative to other currencies that the portfolio potentially may be exposed to. Depending on the Portfolio Manager's currency outlook, foreign currency exposure may be hedged back to the Canadian dollar. Currently, the Portfolio Manager seeks to hedge a portion of Mackenzie Global High Yield Fixed Income ETF's foreign currency exposure to the Canadian dollar.

The Portfolio Manager also employs a flexible approach to the use of derivative instruments and Mackenzie Global High Yield Fixed Income ETF may opportunistically use options, swaps, futures and forward contracts for hedging or non-hedging purposes under different market conditions.

### ***Mackenzie Unconstrained Bond ETF***

In order to achieve its investment objective, Mackenzie Unconstrained Bond ETF may invest in all types of government and corporate fixed-income securities and instruments. Mackenzie Unconstrained Bond ETF typically invests in higher yielding fixed-income instruments globally, using a credit-driven, value investment style. It invests in investment grade bonds, but may also invest in lower quality, fixed-income investments, which may include instruments that have a credit rating below investment grade (rated "BB+" or lower as established by Standard & Poor's Corporation (or an equivalent rating from another credit rating organization)) or that are unrated, mortgage and asset-backed securities, preferred shares, floating rate debt instruments and other floating rate securities.

Reflecting a main characteristic of absolute return mandates, Mackenzie Unconstrained Bond ETF is not managed against a specific broad market index, but targets positive returns over a market cycle. The Portfolio Manager employs a flexible investment approach, investing across various fixed-income credit ratings, duration, structures, sectors, currencies and countries. At any time, a significant portion of Mackenzie Unconstrained Bond ETF's net assets may be invested in any one of these areas. It may also invest in other exchange-traded funds, including exchange-traded funds that invest directly or indirectly in one or more commodities.

The Portfolio Manager also employs a flexible approach to the use of derivative instruments and Mackenzie Unconstrained Bond ETF may opportunistically use options, swaps, futures and forward contracts for hedging or non-hedging purposes under different market conditions.

### ***Mackenzie Global Leadership Impact ETF***

In order to achieve the investment objectives, the Sub-advisor invests in equity securities based on, but not limited to, the following criteria:

- Representation of women on board of directors
- Representation of women in executive management
- Female chief executive officer
- Female chief financial officer
- Signatories to Women's Empowerment Principles, which are a set of principles offering guidance on how to empower women in the workplace, marketplace and community and were developed in a collaboration between the United Nations Entity for Gender Equality and the Empowerment of Women and the United Nations Global Compact.

The investment portfolio of Mackenzie Global Leadership Impact ETF will generally include equity securities that are constituents of the Impax Global Women's Leadership Index; however, the Sub-advisor will seek to optimize the components of the index by overweighting exposure to companies that have, in the opinion of the Sub-advisor, more highly favourable gender leadership characteristics.

The Impax Global Women's Leadership Index is a customized market-weighted index that consists of equity securities of issuers organized or operating anywhere in the world that demonstrate a commitment to advancing and empowering women through gender diversity on their boards, in management and through other policies and programs. These issuers show an understanding of the potential business advantages associated with greater gender diversity.

Issuers included in the Impax Global Women's Leadership Index are selected and rated by the Sub-advisor. In addition, the companies that comprise the index are required to meet certain environmental, social and governance, and/or sustainability thresholds. These thresholds include an exclusion for companies within the tobacco industry and weapons manufacturers.

The portfolio of Mackenzie Global Leadership Impact ETF will be invested by the Sub-advisor in accordance with these principles. However, the Portfolio Manager has the discretion to monitor and adjust this Mackenzie Active ETF's investments in limited circumstances in order to reduce trading costs, to monitor the liquidity of the Mackenzie Active ETF's holdings, and for other purposes.

Mackenzie Global Leadership Impact ETF may hold a portion of its net assets in direct securities and/or in other investment funds, including other exchange-traded funds, which may be managed by the Manager, in accordance with its investment objectives.

### ***Mackenzie Ivy Global Equity ETF***

Mackenzie Ivy Global Equity ETF follows an investment approach that is a blend of the growth and value investment styles, seeking companies that have the greatest potential for long-term growth. The Portfolio Manager also considers the assessed expected returns of the investments in the portfolio, which expected returns are based on the stock prices at the time of evaluation and a review of the long-term expected growth of the companies. The review process includes an analysis of each company's competitive position, management strengths, expected profitability, and financial position.

Once an investment is made, Mackenzie Ivy Global Equity ETF generally expects to be a patient, long-term investor.

The percentage of this Mackenzie Active ETF's assets invested in securities of U.S. companies will usually exceed the percentage of its assets invested in securities of companies from any other geographic area. This Mackenzie Active

ETF may, however, invest a lesser percentage of its assets in securities of U.S. companies when the Portfolio Manager believes that it would be beneficial to investors to do so.

Mackenzie Ivy Global Equity ETF may invest in emerging markets when the Portfolio Manager believes it would be beneficial to investors to do so.

Mackenzie Ivy Global Equity ETF may hold up to 5% of its net assets in cash in anticipation of, or in response to, unfavourable market conditions, including where the Portfolio Manager believes the market is overvalued.

This Mackenzie Active ETF may also invest in fixed-income securities.

Mackenzie Ivy Global Equity ETF may hold a portion of its net assets in direct securities and/or in other investment funds, including other exchange-traded funds, which may be managed by the Manager, in accordance with its investment objectives.

### ***Mackenzie Portfolio Completion ETF***

In order to achieve its investment objective, Mackenzie Portfolio Completion ETF invests primarily in various non-traditional asset classes. The Portfolio Manager uses proprietary quantitative models to allocate investments across asset classes, including real estate securities, infrastructure securities, small-cap equities, real-return bonds, asset-backed securities, loan syndicates, commodities, high-yield debt, emerging market debt and emerging market equities. The Portfolio Manager is permitted to use additional asset classes that it deems appropriate for diversification purposes. This Mackenzie Active ETF does not typically allocate to traditional developed market large-cap equities or traditional developed market investment-grade bonds, although it may allocate to these securities when the Portfolio Manager believes that it would be beneficial to investors to do so.

Mackenzie Portfolio Completion ETF may invest directly in foreign currencies or may gain exposure to foreign currencies through the use of derivatives. This Mackenzie Active ETF may hold cash and/or short-term debt securities in anticipation of, or in response to, unfavourable market conditions, as well as for liquidity purposes.

**The Portfolio Manager is expected to gain exposure to these asset classes by investing a significant portion of Mackenzie Portfolio Completion ETF in securities of other investment funds, including other exchange-traded funds, which may be managed by the Manager, in accordance with its investment objectives.**

### **General Investment Strategies of the Mackenzie ETFs**

#### ***Securities Lending Transactions***

A Mackenzie ETF may, in compliance with NI 81-102, lend securities to securities borrowers acceptable to it pursuant to the terms of a securities lending agreement between the Mackenzie ETF's securities lending agent and any such borrower under which (i) the borrower will pay to the Mackenzie ETF a negotiated securities lending fee and will make compensation payments to the Mackenzie ETF equal to any distributions received by the borrower on the securities borrowed; (ii) the securities loans must qualify as "securities lending arrangements" for the purposes of the Tax Act; and (iii) the Mackenzie ETF will receive collateral security.

Securities lending transactions may be utilized by a Mackenzie ETF to provide incremental return to the Mackenzie ETF or to generate income for the purposes of meeting its current obligations. Any securities lending transaction entered into by a Mackenzie ETF must be consistent with the investment objectives of the Mackenzie ETF.

Under applicable securities legislation, the collateral posted by the securities borrower is required to have an aggregate value of not less than 102% of the market value of the loaned securities. The total value of the securities loaned by a Mackenzie ETF at any time is not permitted to exceed 50% of the NAV of the Mackenzie ETF (excluding any collateral received from securities lending activities). Any cash collateral acquired by a Mackenzie ETF may be invested only in the securities permitted under NI 81-102 that have a remaining term to maturity of no longer than 90 days. The securities lending agent is responsible for the ongoing administration of the securities loans, including the obligation to mark-to-market the collateral on a daily basis.

### ***Use of Derivative Instruments***

A Mackenzie ETF may use derivative instruments from time to time for hedging or investment purposes. Any use of derivative instruments by a Mackenzie ETF must be in compliance with NI 81-102 and any exemptive relief obtained by the Mackenzie ETF from the requirements of NI 81-102 and must be consistent with the investment objectives and investment strategies of the Mackenzie ETF.

The derivatives most likely to be used by the Mackenzie ETFs are options, forwards, futures or swaps. If a Mackenzie ETF purchases an option, it has the right, but not the obligation, to buy or sell the underlying interest at an agreed price within a certain time period. A purchased call option gives the Mackenzie ETF the right to buy; a purchased put option gives the Mackenzie ETF the right to sell. If a Mackenzie ETF writes an option, it has the obligation, at the election of the holder of the option, to buy or sell the underlying interest at an agreed price within a certain time period. A written call option obliges the Mackenzie ETF to sell if the option is exercised; a written put option obliges the Mackenzie ETF to purchase if the option is exercised. A forward is a commitment to buy or sell the underlying interest for an agreed price on a future date. A future is similar to a forward, except that futures are traded on exchanges. A swap is a commitment to exchange one set of payments for another set of payments.

Each of Mackenzie Core Plus Global Fixed Income ETF and Mackenzie Global High Yield Fixed Income ETF uses derivative instruments to seek to hedge a substantial portion of the foreign currency exposure of the securities held by it to the Canadian dollar.

### ***Surplus Cash Management***

From time to time, a Mackenzie ETF may receive or hold surplus cash. The Mackenzie ETF may temporarily hold this cash or invest it in money market instruments or other cash management investment vehicles managed by the Manager or an affiliate of the Manager. Alternatively, the Mackenzie ETF may use the cash to pay those operating expenses that the Mackenzie ETF is responsible for paying, to purchase additional Baskets of Securities or portions thereof or to increase the notional amount under its derivative instruments, as applicable.

## **OVERVIEW OF THE SECTORS IN WHICH THE MACKENZIE ETFS INVEST**

### **Mackenzie Index ETFs**

The Mackenzie Maximum Diversification ETFs invest in large and mid-capitalization equity securities. Mackenzie China A-Shares CSI 300 Index ETF, Mackenzie Canadian Large Cap Equity Index ETF, Mackenzie Canadian Equity Index ETF, Mackenzie US Large Cap Equity Index ETF, Mackenzie US Large Cap Equity Index ETF (CAD-Hedged), Mackenzie International Equity Index ETF and Mackenzie International Equity Index ETF (CAD-Hedged) invest in equity securities. There are many factors that can impact the market price of an equity security. These factors include specific developments relating to the company that issued the securities, conditions in the market where the securities are traded, and general economic, financial and political conditions in the country or countries where the company operates. The value of equity securities generally tends to change more frequently and varies more widely than the value of fixed-income securities.

Mackenzie Canadian Aggregate Bond Index ETF, Mackenzie Canadian Short-Term Bond Index ETF, Mackenzie Canadian All Corporate Bond Index ETF, Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged), Mackenzie Emerging Markets Local Currency Bond Index ETF, Mackenzie US TIPS Index ETF (CAD-Hedged), Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged) and Mackenzie US High Yield Bond Index ETF (CAD-Hedged) invest in debt securities issued by government, corporate and other issuers. These investments may include debt securities with different maturity dates, issue currencies, methodologies for interest payments (such as fixed or floating rate) and other attributes. Depending on their assessment of these factors, rating agencies and other market actors may deem the securities to have varying credit qualities and thus varying risks of default.

There are many factors that can impact the market price of a debt security, such as interest rate fluctuations, changes in the financial condition of an issuer, market liquidity conditions and other market circumstances.

Please see “**Investment Objectives – Investment Objectives of the Mackenzie Index ETFs**” and “**Investment Strategies – Investment Strategies of the Mackenzie Index ETFs**” for additional information on the sectors applicable to each Mackenzie Index ETF.

## **Mackenzie Active ETFs**

### ***Mackenzie Global Leadership Impact ETF, Mackenzie Ivy Global Equity ETF***

Mackenzie Global Leadership Impact ETF and Mackenzie Ivy Global Equity ETF invest in equity securities. There are many factors that can impact the market price of an equity security. These factors include specific developments relating to the company that issued the securities, conditions in the market where the securities are traded, and general economic, financial and political conditions in the country or countries where the company operates. The value of equity securities generally tends to change more frequently and varies more widely than the value of fixed-income securities.

### ***Mackenzie Portfolio Completion ETF***

Mackenzie Portfolio Completion ETF invests in equity securities, which are discussed in the sub-heading above, and debt securities, which are discussed below. These investments may be through direct holdings, or they may be achieved indirectly through the use of derivatives or investments in other investment funds, including other exchange-traded funds.

Mackenzie Portfolio Completion ETF seeks exposure to certain non-traditional asset classes, such as real estate securities, infrastructure securities, small-cap equities, real-return bonds, asset-backed securities, loan syndicates, commodities, high-yield debt, emerging market debt and emerging market equities. The Portfolio Manager is expected to gain exposure to these asset classes by investing a significant portion of Mackenzie Portfolio Completion ETF in securities of other investment funds, including other exchange-traded funds, which may be managed by the Manager, in accordance with its investment objectives.

### ***The Mackenzie Fixed Income Active ETFs***

The Mackenzie Fixed Income ETFs invest in debt securities issued by government, corporate and other issuers. These investments may include debt securities with different maturity dates, issue currencies, methodologies for interest payments (such as fixed or floating interest rates) and other attributes. Depending on their assessment of these factors, rating agencies and other market participants may deem these fixed-income securities to have varying credit qualities and therefore varying risks of default.

There are many factors that can impact the market price of a debt security, such as interest rate fluctuations, changes in the financial condition of an issuer, market liquidity conditions, and other market circumstances.

Floating rate debt instruments generally pay interest at rates that are variable or reset periodically at a margin above a generally recognized base lending rate, such as the prime rate or LIBOR. These instruments may include senior loans, which are generally secured against the issuing company’s assets or other collateral. Senior loans are typically arranged through a lead commercial or investment bank and syndicated to other banks and non-bank investors.

**Mackenzie Canadian Short Term Fixed Income ETF and Mackenzie Floating Rate Income ETF invest in senior loans, which are generally rated below investment grade debt. Settlement periods for senior secured loans may be longer than for other types of debt securities, such as corporate bonds. Investing in Mackenzie Canadian Short Term Fixed Income ETF or Mackenzie Floating Rate Income ETF is not a substitute for holding cash or money market securities.**

Please see “**Investment Objectives – Investment Objectives of the Mackenzie Active ETFs**” and “**Investment Strategies – Investment Strategies of the Mackenzie Active ETFs**” for additional information on the sectors applicable to each Mackenzie Active ETF.



## INVESTMENT RESTRICTIONS

The Mackenzie ETFs are subject to certain restrictions and practices contained in securities legislation, including NI 81-102. The Mackenzie ETFs are managed in accordance with these restrictions and practices, except as otherwise permitted by exemptions obtained from the Canadian securities regulatory authorities (see “**Exemptions and Approvals**”). A change to the investment objective of a Mackenzie ETF would require the approval of the Unitholders. Please see “**Unitholder Matters – Matters Requiring Unitholders Approval**”.

Each Mackenzie ETF is also restricted from making an investment or undertaking an activity that would result in such Mackenzie ETF failing to qualify as a “mutual fund trust” for the purposes of the Tax Act. In addition, no Mackenzie ETF may invest in any property or engage in any undertaking that would cause the Mackenzie ETF to have “non-portfolio earnings” as defined in section 122.1 of the Tax Act in an amount that would result in the Mackenzie ETF paying a material amount of income tax.

### Exemptions and Approvals

The Mackenzie ETFs have obtained exemptive relief from the Canadian securities regulatory authorities to permit:

- (i) the purchase by a Unitholder of more than 20% of the Units of any Mackenzie ETF through purchases on the TSX, or NEO Exchange, as applicable, without regard to the takeover bid requirements of applicable Canadian securities legislation;
- (ii) a Mackenzie ETF to borrow cash in an amount not exceeding 5% of the net assets of the Mackenzie ETF for a period not longer than 45 days and, if required by the lender, to provide a security interest over any of its portfolio assets as a temporary measure to fund the portion of any distribution payable to Unitholders that represents amounts that have not yet been received by the Mackenzie ETF;
- (iii) a Mackenzie ETF to invest in another Mackenzie ETF or another exchange-traded fund managed by the Manager or one of its affiliates;
- (iv) a Mackenzie ETF to settle primary market trades in Units on the third business day after a trade; and
- (v) a Mackenzie ETF that invests a portion of its portfolio assets in T+3 Securities, to settle primary market trades in Units of such Mackenzie ETF no later than the third business day after the date upon which pricing for the Units is determined. Secondary market trades of any Mackenzie ETF will continue to be subject to the settlement cycle that applies to exchange-traded securities in Canada, which usually occurs no later than the second business day after the date upon which pricing for the Units is determined.

In addition, each Mackenzie ETF has obtained exemptive relief from the Canadian securities regulatory authorities from the requirement to include in the prospectus a certificate of an underwriter and a prescribed statement respecting purchasers’ statutory rights of withdrawal and remedies of rescission or damages, provided that, among other things, the Manager has filed an ETF Facts for the Units of the applicable Mackenzie ETF.

Each of Mackenzie Core Plus Global Fixed Income ETF and Mackenzie Global High Yield Fixed Income ETF has also obtained exemptive relief from the Canadian securities regulatory authorities to permit it to invest up to (i) 20% of its NAV in evidences of indebtedness that are government and/or supranational agency-issued or guaranteed debt securities of any one issuer with a credit rating of “AA” or higher and (ii) 35% of its NAV in evidences of indebtedness that are government and/or supranational agency-issued or guaranteed debt securities of any one issuer with a credit rating of “AAA” or higher. This approval includes the following conditions: exemptions (i) and (ii), above, may not be combined for any one issuer; the securities that are purchased must be traded on a mature and liquid market; and the acquisition of the securities purchased must be consistent with the fundamental investment objectives of the applicable Mackenzie ETF.

In addition, each Mackenzie ETF may rely on exemptive relief obtained by Mackenzie’s mutual funds to permit them to purchase and hold securities of exchange-traded funds that seek to replicate the performance of gold or silver on an

unlevered basis, and exchange-traded funds that invest, directly or indirectly through derivatives, in physical commodities, including, but not limited to, agriculture or livestock, energy, precious metals, and industrial metals, on an unlevered basis. This relief is subject to a number of conditions, including that the investments must be in accordance with the fundamental investment objectives of the Mackenzie ETF, the securities of the exchange-traded fund must be traded on a stock exchange in Canada or the United States, underlying exchange-traded funds cannot represent more than 10% of the Mackenzie ETF's NAV and the Mackenzie ETF's aggregate exposure to physical commodities cannot exceed 10% of its NAV.

In addition, Mackenzie China A-Shares CSI 300 Index ETF has obtained exemptive relief from certain concentration and fund-on-fund restrictions contained in NI 81-102 in order to permit it to invest, in accordance with its investment objectives and strategies, primarily in the Underlying ChinaAMC ETF.

## **FEES AND EXPENSES**

This section details the fees and expenses that a Unitholder may have to pay if the Unitholder invests in the Mackenzie ETFs. A Unitholder may have to pay some of these fees and expenses directly. The Mackenzie ETFs may have to pay some of these fees and expenses, which will therefore reduce the value of an investment in the Mackenzie ETFs.

### **Fees and Expenses Payable by the Mackenzie ETFs**

#### ***Management Fee***

Each Mackenzie ETF pays a management fee, plus applicable taxes, to the Manager based on the annual rate set forth in the table below and the NAV of the Units of the Mackenzie ETF. This management fee is calculated and accrued daily and paid monthly. This management fee covers, at least in part, the Manager's fees and costs associated with acting as the manager and the portfolio manager of the applicable Mackenzie ETF and other fees and expenses, described below, that are payable by the Manager in connection with each Mackenzie ETF.

<b>Mackenzie ETF</b>	<b>Management fee (annual rate)</b>
Mackenzie Maximum Diversification Canada Index ETF	0.45% of NAV
Mackenzie Maximum Diversification US Index ETF	0.45% of NAV
Mackenzie Maximum Diversification Developed Europe Index ETF	0.50% of NAV
Mackenzie Maximum Diversification All World Developed Index ETF	0.50% of NAV
Mackenzie Maximum Diversification Emerging Markets Index ETF	0.50% of NAV
Mackenzie Maximum Diversification All World Developed ex North America Index ETF	0.50% of NAV
Mackenzie China A-Shares CSI 300 Index ETF	0.65% of NAV
Mackenzie Canadian Large Cap Equity Index ETF	0.05% of NAV
Mackenzie Canadian Equity Index ETF	0.05% of NAV
Mackenzie US Large Cap Equity Index ETF	0.08% of NAV
Mackenzie US Large Cap Equity Index ETF (CAD-Hedged)	0.08% of NAV
Mackenzie International Equity Index ETF	0.20% of NAV
Mackenzie International Equity Index ETF (CAD-Hedged)	0.20% of NAV
Mackenzie Canadian Aggregate Bond Index ETF	0.09% of NAV
Mackenzie Canadian Short-Term Bond Index ETF	0.09% of NAV
Mackenzie Canadian All Corporate Bond Index ETF	0.30% of NAV
Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged)	0.45% of NAV

<b>Mackenzie ETF</b>	<b>Management fee (annual rate)</b>
Mackenzie Emerging Markets Local Currency Bond Index ETF	0.45% of NAV
Mackenzie US TIPS Index ETF (CAD-Hedged)	0.20% of NAV
Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged)	0.25% of NAV
Mackenzie US High Yield Bond Index ETF (CAD-Hedged)	0.50% of NAV
Mackenzie Canadian Short Term Fixed Income ETF	0.35% of NAV
Mackenzie Core Plus Canadian Fixed Income ETF	0.40% of NAV
Mackenzie Core Plus Global Fixed Income ETF	0.60% of NAV
Mackenzie Floating Rate Income ETF	0.60% of NAV
Mackenzie Global High Yield Fixed Income ETF	0.60% of NAV
Mackenzie Unconstrained Bond ETF	0.50% of NAV
Mackenzie Global Leadership Impact ETF	0.55% of NAV
Mackenzie Ivy Global Equity ETF	0.75% of NAV
Mackenzie Portfolio Completion ETF	0.45% of NAV

As of the date of this prospectus, the Manager expects that it will waive approximately 0.325% of the 0.65% management fee of Mackenzie China A-Shares CSI 300 Index ETF; however, the Manager expects that Mackenzie China A-Shares CSI 300 Index ETF will invest in the Underlying ChinaAMC ETF and will, as a result of such investment, be exposed to an additional annual management fee of approximately 0.325%. As a result of this exposure, the Manager expects that the “effective annual management fee” of Mackenzie China A-Shares CSI 300 Index ETF will be approximately 0.65%. The Manager is under no obligation to continue to waive any portion of the management fee payable by Mackenzie China A-Shares CSI 300 Index ETF in the future and may discontinue this practice at any time.

### ***Management Fee Distributions***

In respect of large investments in a Mackenzie ETF by a particular Unitholder or for other purposes, the Manager may, in its discretion, agree to charge the Mackenzie ETF a reduced management fee as compared to the management fee that it otherwise would be entitled to receive, provided that an amount equal to the reduction in the management fee is distributed periodically by the Mackenzie ETF to the Unitholder as a management fee distribution. Management fee distributions, if any, will be paid first out of net income and net realized capital gains of a Mackenzie ETF and then out of capital. The availability and amount of these management fee distributions is determined by the Manager in its sole discretion. The Manager reserves the right to discontinue or change this management fee distribution program at any time. The tax consequences of a management fee distribution will generally be borne by the Unitholder who receives the distribution.

### ***Certain Operating Expenses***

In addition to the applicable management fee, the only operating expenses payable by each Mackenzie ETF are (i) interest and borrowing costs; (ii) brokerage expenses and related transaction fees, including transaction-related fees payable to the Custodian or its agents; (iii) the fees and expenses relating to the operation of the IRC; (iv) the fees under any derivative instrument used by the applicable Mackenzie ETF; (v) the costs of complying with the regulatory requirement to produce ETF Facts or other similar disclosure documents; (vi) the costs of complying with governmental or regulatory requirements introduced after June 25, 2019, including, without limitation, any new fees or increases in fees (these costs will be assessed based on the extent and nature of these new requirements); (vii) the fees related to external services that are not commonly charged in the Canadian exchange-traded fund industry as of June 25, 2019; (viii) any termination costs that may be allocated by the Manager to a Mackenzie ETF; (ix) fees paid to external service providers associated with tax reclaims, refunds or the preparation of foreign tax reports on behalf of the Mackenzie ETFs; (x) fees paid to external legal counsel and/or others in connection with corporate or other actions affecting the portfolio holdings of a Mackenzie ETF; and (xi) any applicable taxes, including income, withholding or other taxes and also including goods and services or harmonized sales taxes on expenses.

The Manager may decide, in its discretion, to pay for some of these operating expenses that are otherwise payable by a Mackenzie ETF, rather than having the Mackenzie ETF incur such operating expenses. The Manager is under no obligation to do so and, if any operating expenses are reimbursed by the Manager, it may discontinue this practice at any time.

### ***Fund of Funds***

A Mackenzie ETF may, in accordance with applicable securities laws and, if applicable, exemptive relief obtained by the Mackenzie mutual funds, including the Mackenzie ETFs, invest in other Mackenzie exchange-traded funds, other investment funds managed by the Manager or its affiliates and other exchange-traded funds managed by third parties. With respect to such investments, no management or incentive fees are payable by the Mackenzie ETF that, to a reasonable person, would duplicate a fee payable by the other investment funds for the same service. Where a Mackenzie ETF invests in another exchange-traded fund or other investment fund managed by the Manager or its affiliates and such other fund pays a management fee to the Manager or its affiliates that is higher than the management fee payable by the Mackenzie ETF, the Manager will adjust the management fee payable by the Mackenzie ETF to ensure that the total annual fees paid directly or indirectly to the Manager by the Mackenzie ETF does not exceed the annual management fee set out above for the Mackenzie ETF. Where a Mackenzie ETF invests in exchange-traded funds that are not managed by the Manager or its affiliates, the fees and expenses payable in connection with the management of those exchange-traded funds, including management and incentive fees, are not duplicative and are in addition to those payable by the Mackenzie ETF. No sales or redemption fees are payable by the Mackenzie ETF in relation to any purchase or redemption of the securities of such investment funds. Commissions may apply to the purchase or sale of exchange-traded fund securities.

### **Fees and Expenses Payable by the Manager**

#### ***Other Expenses***

Other than the expenses payable by the Mackenzie ETFs, as described above, the Manager is responsible for all of the other costs and expenses of the Mackenzie ETFs. These costs and expenses include the custody and safekeeping fees payable to the Custodian and the fees payable to the Registrar and Transfer Agent, the Fund Administrator, the auditor and other service providers retained by the Manager as described under “**Organization and Management Details of the Mackenzie ETFs – Manager of the Mackenzie ETFs – Duties and Services Provided by the Manager**”.

### **Fees and Expenses Payable Directly by Unitholders**

#### ***Other Charges***

An amount may be charged to a Designated Broker or Dealer to offset certain transaction and other costs associated with the listing, issue, exchange and/or redemption of Units of a Mackenzie ETF. This charge, which is payable to the applicable Mackenzie ETF, does not apply to Unitholders who buy and sell their Units through the facilities of the TSX or the NEO Exchange, as applicable, or another exchange or marketplace. See “**Purchases of Units**” and “**Redemption of Units**”.

## **RISK FACTORS**

In addition to the considerations set out elsewhere in this prospectus, the following are certain considerations relating to an investment in Units.

### **General Risks Relating to an Investment in the Mackenzie ETFs**

#### ***Market Risk***

There are risks associated with being invested in the equity and fixed-income markets generally. The market value of a Mackenzie ETF’s investments will rise and fall based on specific company developments and broader equity or fixed-income market conditions. Market value will also vary with changes in the general economic and financial conditions in countries where the investments are based.

### ***Company Risk***

Equity investments, such as stocks and investments in trusts, and fixed-income investments, such as bonds, carry several risks that are specific to the company that issues the investments. A number of factors may cause the price of these investments to fall. These factors include specific developments relating to the company, conditions in the market where these investments are traded and general economic, financial and political conditions in the countries where the company operates. While these factors impact all securities issued by a company, the values of equity securities generally tend to change more frequently and vary more widely than fixed-income securities. As a Mackenzie ETF's NAV is based on the value of its portfolio securities, an overall decline in the value of the portfolio securities that it holds will reduce the value of the Mackenzie ETF and, therefore, the value of the Units.

### ***Illiquidity Risk***

A security is illiquid if it cannot be readily sold at an amount that at least approximates the amount at which the security is valued. Illiquidity can occur if the securities have sale restrictions, if the securities do not trade through normal market facilities, if there is simply a shortage of buyers or for other reasons. In highly volatile markets, such as in periods of sudden interest rate changes or severe market disruptions, securities that were previously liquid may suddenly and unexpectedly become illiquid. A Mackenzie ETF will generally hold less than 15% of its net assets in illiquid securities. Illiquid securities are more difficult to sell, and a Mackenzie ETF may be forced to accept a discounted price.

Some high-yield debt securities, which may include, but are not limited to, security-types commonly known as high-yield bonds, floating rate debt instruments and floating rate loans, as well as some fixed-income securities issued by corporations and governments in emerging market economies, may be more illiquid in times of market stress or sharp declines. In addition, the liquidity of individual securities may vary widely over time. Illiquidity in these instruments may take the form of wider bid/ask spreads (i.e., significant differences in the prices at which sellers are willing to buy that same security). In some circumstances of illiquidity, it may be more difficult to establish a fair market value for particular securities, which could result in losses to a Mackenzie ETF that has invested in these securities.

### ***Concentration Risk***

A Mackenzie ETF may invest a large portion of its net assets in a small number of issuers, in a particular industry or geographic region, or may use a specific investment style. If the issuer, industry or region faces difficult economic times or if the investment approach used by the Mackenzie ETF is out of favour, the Mackenzie ETF will likely lose more than it would if it diversified its investments or style. In addition, a relatively high concentration of assets in or exposure to a single issuer, or a small number of issuers, may reduce the diversification of a Mackenzie ETF and may result in increased volatility in the NAV. Issuer concentration may also increase the illiquidity of the Mackenzie ETF's portfolio if there is a shortage of buyers willing to purchase those securities.

### ***Large Transaction Risk***

The Units may be bought by other mutual funds, investment funds or segregated funds, including mutual funds managed by the Manager, financial institutions in connection with other investment offerings and/or investors who participate in an asset allocation program or model portfolio program. Independently or collectively, these other parties may, from time to time, purchase, hold or sell a large proportion of a Mackenzie ETF's Units. A large purchase of a Mackenzie ETF's Units could result in a subscription of additional Units by a Designated Broker or Dealer, which could create a relatively large cash position in that Mackenzie ETF's portfolio. The presence of this cash position may adversely impact the performance of the Mackenzie ETF. The investment of this cash position may also result in significant incremental trading costs, although these costs are generally borne by the applicable Dealer. Conversely, a large sale of a Mackenzie ETF's Units could result in a large redemption of Units by a Designated Broker or Dealer, which may require the Mackenzie ETF to sell portfolio investments so that it can pay the redemption proceeds. This sale may impact the market value of those portfolio investments and it may accelerate or increase the payment of capital gains distributions or capital gains dividends to these investors. In addition, this sale may result in significant incremental trading costs, although these costs are generally borne by the applicable Dealer.

### ***Absence of Active Public Market Risk***

The New Mackenzie ETFs are newly organized investment trusts with no previous operating history. Although the Mackenzie ETFs may be listed on the TSX or the NEO Exchange, as the case may be, there can be no assurance that an active public market for the Units will develop or be sustained.

### ***Trading Price of Units Risk***

Units may trade in the market at a premium or a discount to the NAV per Unit. There can be no assurance that Units will trade at prices that reflect their NAV per Unit. The trading price of the Units will fluctuate in accordance with changes in a Mackenzie ETF's NAV, as well as market supply and demand on the TSX, the NEO Exchange or another exchange or marketplace. However, as the Designated Broker and Dealers subscribe for and exchange Prescribed Number of Units of a Mackenzie ETF at the NAV per Unit, large discounts or premiums to NAV should not be sustained.

### ***Fluctuations in NAV Risk***

The NAV per Unit of a Mackenzie ETF will vary according to, among other things, the value of the securities held by the Mackenzie ETF. The Manager and the Mackenzie ETF have no control over the factors that affect the value of the securities held by the Mackenzie ETF, including factors that affect equity and fixed-income markets generally, such as general economic and political conditions and fluctuations in interest rates, and factors unique to each issuer of the securities held by the Mackenzie ETF, such as changes in management, changes in strategic direction, achievement of strategic goals, mergers, acquisitions and divestitures, changes in distribution and dividend policies and other events.

### ***Borrowing Risk***

From time to time, a Mackenzie ETF may borrow cash as a temporary measure to fund the portion of a distribution payable to its Unitholders that represents amounts that have not yet been received by the Mackenzie ETF. Each Mackenzie ETF is limited to borrowing up to the amount of the unpaid distribution and, in any event, not more than 5% of the net assets of that Mackenzie ETF. There is a risk that a Mackenzie ETF will not be able to repay the borrowed amount because it is unable to collect the distribution from the applicable issuer. Under these circumstances, the Mackenzie ETF would repay the borrowed amount by disposing of portfolio assets.

### ***Commodity Risk***

A Mackenzie ETF may invest in commodities or in companies engaged in commodity-focused industries and may obtain exposure to commodities using derivatives or by investing in exchange-traded funds, the underlying interests of which are commodities. Commodity prices can fluctuate significantly in short time periods, which will have a direct or indirect impact on the value of such a Mackenzie ETF.

### ***Small Company Risk***

A Mackenzie ETF may make investments in equity and fixed-income securities issued by smaller capitalization companies. These investments are generally riskier than investments in larger companies for several reasons. Smaller companies are often relatively new and may not have an extensive track record. This lack of history makes it difficult for the market to place a proper value on these companies. Some of these companies do not have extensive financial resources and, as a result, they may be unable to react to events in an optimal manner. In addition, securities issued by smaller companies are sometimes less liquid, meaning there is less demand for the securities in the marketplace at a price deemed fair by sellers.

### ***Legislation Risk***

Securities, tax or other regulators make changes to legislation, rules and administrative practice. Those changes may have an adverse impact on the value of a Mackenzie ETF.

### ***Cease Trading of Securities Risk***

If Constituent Securities of an Index or securities held by a Mackenzie ETF are cease traded at any time by a securities regulatory authority or other relevant regulator or stock exchange, the Manager may suspend the exchange or redemption of Units of the Mackenzie ETF until such time as the transfer of the securities is permitted. As a result, each Mackenzie ETF that holds securities traded on an exchange or other organized market bears the risk of cease trading orders against any security held by the Mackenzie ETF.

### ***Securities Lending Transaction Risk***

The Mackenzie ETFs are eligible to enter into securities lending transactions. In a securities lending transaction, a Mackenzie ETF lends its securities through an authorized agent to another party (often called a “**counterparty**”) in exchange for a fee and a form of acceptable collateral. Some of the general risks associated with securities lending transactions include: (i) when entering into securities lending transactions, a Mackenzie ETF is subject to the credit risk that the counterparty may go bankrupt or may default under the agreement and the Mackenzie ETF would be forced to make a claim in order to recover its investment; and (ii) when recovering its investment on a default, a Mackenzie ETF could incur a loss if the value of the securities loaned has increased in value relative to the value of the collateral held by the Mackenzie ETF.

### ***Series Risk***

Each Mackenzie ETF may offer more than one series of units. If one series of units of a Mackenzie ETF is unable to pay its expenses or satisfy its liabilities, then the assets of the other series of that Mackenzie ETF will be used to pay the expenses or satisfy the liability. This could lower the investment returns of the other series.

### ***Derivatives Risk***

The Mackenzie ETFs may use derivatives to pursue their investment objectives. Generally, a derivative is a contract between two parties whose value is determined with reference to the market price of an asset, such as a currency, commodity or stock, or the value of an index or an economic indicator, such as a stock market index or a specified interest rate (the “**underlying interest**”).

Some derivatives are settled by one party’s delivery of the underlying interest to the other party; others are settled by a cash payment representing the value of the contract.

The use of derivatives carries several risks, including (i) there is no guarantee that a market will exist for some derivatives, which could prevent a Mackenzie ETF from selling or exiting the derivative prior to the maturity of the contract. This risk may restrict a Mackenzie ETF’s ability to realize its profits or limit its losses; (ii) it is possible that the other party to the derivative contract (“**counterparty**”) will fail to perform its obligations under the contract, resulting in a loss to the Mackenzie ETF; (iii) when entering into a derivative contract, the Mackenzie ETF may be required to provide margin or collateral to the counterparty. If the counterparty becomes insolvent, the Mackenzie ETF could lose its margin or its collateral or incur expenses to recover it; (iv) some Mackenzie ETFs may use derivatives to reduce certain risks associated with investments in foreign markets, currencies or specific securities. Using derivatives for these purposes is called hedging. Hedging may not be effective in preventing losses. Hedging may also reduce the opportunity for gain if the value of the hedged investment rises, because the derivative could incur an offsetting loss. Hedging may also be costly or difficult to implement; and (v) securities and commodities exchanges could set daily trading limits on options and futures. Such rule changes could prevent a Mackenzie ETF from completing a futures or options transaction, causing the Mackenzie ETF to realize a loss because it cannot hedge properly or limit its loss.

### ***Taxation Risk***

The Mackenzie ETFs will be subject to certain tax risks generally applicable to Canadian investment funds, including the following.

Each Mackenzie ETF is expected to qualify or be deemed to qualify at all material times as a mutual fund trust under the Tax Act. If a Mackenzie ETF does not qualify or ceases to qualify as a mutual fund trust under the Tax Act, the

income tax considerations described under the heading “**Income Tax Considerations**” could be materially and adversely different in some respects.

There can be no assurance that the CRA will agree with the tax treatment adopted by a Mackenzie ETF in filing its tax return. The CRA could reassess a Mackenzie ETF on a basis that results in an increase in the taxable component of distributions considered to have been paid to Unitholders. A reassessment by the CRA may result in a Mackenzie ETF being liable for unremitted withholding tax on prior distributions to non-resident Unitholders. Such liability may reduce the NAV of, or trading prices of, Units of the Mackenzie ETF.

If a Mackenzie ETF experiences a “loss restriction event” for the purposes of the Tax Act, the taxation year of the Mackenzie ETF will be deemed to end and an automatic unscheduled distribution of income and net capital gain may occur by virtue of the terms of the Declaration of Trust so that the Mackenzie ETF will not be liable for income tax. Generally, any net losses of the Mackenzie ETF will not carry forward to future years, with the result that income and capital gain distributions in the future may be larger. It may not be possible for a Mackenzie ETF to determine if or when a loss restriction event has occurred because of the nature of its investments and the way Units are bought and sold. Therefore, there can be no assurances that a Mackenzie ETF will not experience a loss restriction event and there can be no assurances regarding when or to whom the distributions resulting from a loss restriction event will be made, or that a Mackenzie ETF will not be required to pay tax notwithstanding such distributions.

A Mackenzie ETF will be a “specified investment flow-through trust” (“**SIFT trust**”) (as defined in the Tax Act) if it holds a “non-portfolio property” (as defined in the Tax Act). A Mackenzie ETF that is a SIFT trust will generally be subject to tax at rates applicable to a Canadian corporation on income from a non-portfolio property and net taxable capital gains realized on the disposition of a non-portfolio property. Unitholders who receive distributions from a Mackenzie ETF of this type of income and capital gains are deemed to receive an eligible dividend from a Canadian corporation for tax purposes. The total of the tax payable by a Mackenzie ETF on its non-portfolio earnings and the tax payable by a Unitholder on the distribution of those earnings will generally be more than the tax that would have been payable in the absence of the tax rules that apply to a SIFT trust. The Declaration of Trust requires each Mackenzie ETF to restrict its investments and activities so its non-portfolio earnings, and thus tax liability as a SIFT trust, are immaterial; however, no assurance can be given in this regard.

### ***Halted Trading of Units Risk***

Trading of Units on the TSX or the NEO Exchange, as applicable, may be halted by the activation of individual or market-wide “circuit breakers” (which halt trading for a specific period of time when the price of a particular security or overall market prices decline by a specified percentage). Trading of Units may also be halted if (i) the Units are delisted from the TSX or the NEO Exchange without first being listed on another exchange; or (ii) TSX or NEO Exchange officials determine that such action is appropriate in the interest of a fair and orderly market or to protect Unitholders.

### ***Cyber Security Risk***

Due to the widespread use of technology in the course of business, the Mackenzie ETFs have become potentially more susceptible to operational risks through breaches in cyber security. Cyber security is the risk of harm, loss, and liability resulting from a failure, disruption or breach of an organization’s information technology systems. It refers to both intentional and unintentional events that may cause a Mackenzie ETF to lose proprietary information, suffer data corruption, or lose operational capacity, which could cause the Manager and/or a Mackenzie ETF to experience disruptions to business operations; reputational damage; difficulties with an ETF’s ability to calculate its NAV; or incur regulatory penalties, additional compliance costs associated with corrective measures, and/or financial loss. Cyber attacks may involve unauthorized access to a Mackenzie ETF’s digital information systems (e.g., through “hacking” or malicious software coding) for purposes of misappropriating assets or sensitive information, or corrupting data, equipment or systems. Other cyber attacks do not require unauthorized access, such as denial-of-service attacks (i.e., efforts to make network services unavailable to intended users). In addition, cyber attacks on a Mackenzie ETF’s third-party services provider (e.g., administrators, transfer agents, custodians and sub-advisors) or issuers that a Mackenzie ETF invests in can also subject a Mackenzie ETF to many of the same risks associated with direct cyber attacks. Similar to operational risks in general, the Manager has established risk management systems designed to reduce the risks associated with cyber security. However, there is no guarantee that such efforts will be



successful, especially since the Manager does not directly control the cyber security systems of issuers or third-party service providers.

### **Additional Risks Relating to an Investment in one or more Mackenzie ETFs**

In addition to the general risk factors, the following additional risk factors are inherent in an investment in one or more of the Mackenzie ETFs, as indicated in the table below. A description of each of these risks, listed in alphabetical order, follows the table.

<b>Mackenzie ETF</b>	<b>Additional Risks</b>
Mackenzie Maximum Diversification Canada Index ETF	calculation and termination of the Indices risk; index investment strategy risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie Maximum Diversification US Index ETF	calculation and termination of the Indices risk; foreign currency risk; foreign markets risk; index investment strategy risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie Maximum Diversification Developed Europe Index ETF	calculation and termination of the Indices risk; foreign currency risk; foreign markets risk; index investment strategy risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk
Mackenzie Maximum Diversification All World Developed Index ETF	calculation and termination of the Indices risk; foreign currency risk; foreign markets risk; index investment strategy risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie Maximum Diversification Emerging Markets Index ETF	calculation and termination of the Indices risk; emerging markets risk; foreign currency risk; foreign markets risk; index investment strategy risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie Maximum Diversification All World Developed ex North America Index ETF	calculation and termination of the Indices risk; foreign currency risk; foreign markets risk; index investment strategy risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie China A-Shares CSI 300 Index ETF	calculation and termination of the Indices risk; China risk; emerging markets risk; foreign currency risk; foreign domiciled underlying ETF risk; foreign markets risk; index investment strategy risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk; underlying ETF net asset value risk
Mackenzie Canadian Large Cap Equity Index ETF	calculation and termination of the Indices risk; index investment strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie Canadian Equity Index ETF	calculation and termination of the Indices risk; index investment strategy risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk

<b>Mackenzie ETF</b>	<b>Additional Risks</b>
Mackenzie US Large Cap Equity Index ETF	calculation and termination of the Indices risk; foreign currency risk; foreign markets risk; index investment strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie US Large Cap Equity Index ETF (CAD-Hedged)	calculation and termination of the Indices risk; foreign markets risk; index investment strategy risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk; underlying ETF net asset value risk
Mackenzie International Equity Index ETF	calculation and termination of the Indices risk; foreign currency risk; foreign markets risk; index investment strategy risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk
Mackenzie International Equity Index ETF (CAD-Hedged)	calculation and termination of the Indices risk; foreign markets risk; index investment strategy risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk; underlying ETF net asset value risk
Mackenzie Canadian Aggregate Bond Index ETF	calculation and termination of the Indices risk; credit risk; index investment strategy risk; interest rate risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie Canadian Short-Term Bond Index ETF	calculation and termination of the Indices risk; credit risk; index investment strategy risk; interest rate risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk
Mackenzie Canadian All Corporate Bond Index ETF	calculation and termination of the Indices risk; credit risk; index investment strategy risk; interest rate risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk
Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged)	calculation and termination of the Indices risk; credit risk; emerging markets risk; foreign currency risk; foreign markets risk; index investment strategy risk; interest rate risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk
Mackenzie Emerging Markets Local Currency Bond Index ETF	calculation and termination of the Indices risk; credit risk; emerging markets risk; foreign currency risk; foreign markets risk; index investment strategy risk; interest rate risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk
Mackenzie US TIPS Index ETF (CAD-Hedged)	calculation and termination of the Indices risk; credit risk; foreign markets risk; index investment strategy risk; interest rate risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk
Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged)	calculation and termination of the Indices risk; credit risk; foreign markets risk; index investment strategy risk; interest rate risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk

<b>Mackenzie ETF</b>	<b>Additional Risks</b>
Mackenzie US High Yield Bond Index ETF (CAD-Hedged)	calculation and termination of the Indices risk; credit risk; foreign domiciled underlying ETF risk; foreign markets risk; high-yield securities risk; index investment strategy risk; interest rate risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; small ETF risk; tracking error risk
Mackenzie Canadian Short Term Fixed Income ETF	credit risk; foreign currency risk; foreign markets risk; high yield securities risk; interest rate risk; portfolio manager risk; prepayment risk; senior loans risk; small ETF risk; underlying ETF net asset value risk
Mackenzie Core Plus Canadian Fixed Income ETF	credit risk; foreign currency risk; foreign markets risk; high yield securities risk; interest rate risk; portfolio manager risk; prepayment risk; underlying ETF net asset value risk
Mackenzie Core Plus Global Fixed Income ETF	credit risk; currency hedging risk, emerging markets risk; foreign currency risk; foreign markets risk; high yield securities risk; interest rate risk; portfolio manager risk; prepayment risk; underlying ETF net asset value risk
Mackenzie Floating Rate Income ETF	credit risk; emerging markets risk; foreign currency risk; foreign markets risk; high yield securities risk; interest rate risk; portfolio manager risk; prepayment risk; senior loans risk; underlying ETF net asset value risk
Mackenzie Global High Yield Fixed Income ETF	convertible securities risk; credit risk; currency hedging risk; emerging markets risk; foreign currency risk; foreign markets risk; high yield securities risk; interest rate risk; portfolio manager risk; prepayment risk; senior loans risk; underlying ETF net asset value risk
Mackenzie Unconstrained Bond ETF	convertible securities risk; credit risk; emerging markets risk; foreign currency risk; foreign markets risk; high yield securities risk; interest rate risk; portfolio manager risk; prepayment risk; senior loans risk; underlying ETF net asset value risk
Mackenzie Global Leadership Impact ETF	foreign currency risk; foreign markets risk; portfolio manager risk; small ETF risk; underlying ETF net asset value risk
Mackenzie Ivy Global Equity ETF	emerging markets risk; foreign currency risk; foreign markets risk; portfolio manager risk; small ETF risk; underlying ETF net asset value risk
Mackenzie Portfolio Completion ETF	convertible securities risk; credit risk; emerging markets risk; foreign currency risk; foreign markets risk; high yield securities risk; interest rate risk; portfolio manager risk; prepayment risk; small ETF risk; underlying ETF net asset value risk

### ***Calculation and Termination of the Indices Risk***

The Indices are calculated and maintained by or on behalf of the applicable Index Provider. The Indices were not created by the Index Providers for the purpose of the Mackenzie Index ETFs. The Index Providers have the right to make adjustments to the Indices without regard to the particular interests of the Manager, the Mackenzie Index ETFs or the Unitholders. The Index Providers may also cease to calculate the Indices in certain circumstances.

In addition, errors in respect of an Index may occur, including errors in respect of the quality, accuracy and completeness of the data, and these errors will affect the applicable Mackenzie Index ETF and its Unitholders.

If the electronic or other facilities of the Index Providers, the TSX or the NEO Exchange malfunction for any reason, calculation of value of one or more Indices and the determination by the Manager of the Prescribed Number of Units and Baskets of Securities for the applicable Mackenzie Index ETF may be delayed, and trading in Units may be suspended, for a period of time.

The Manager is not responsible for the Indices and does not provide any warranty or guarantee in respect of the Indices or the activities of the Index Providers.

With respect to a Mackenzie Index ETF, if the applicable Index Provider ceases to calculate the applicable Index or the Index License Agreement in respect of the applicable Index is terminated, the Manager may (i) terminate the applicable Mackenzie Index ETF on not less than 60 days' notice to Unitholders; (ii) change the investment objective of the applicable Mackenzie Index ETF or seek to replicate generally an alternative index (subject to any Unitholder approval in accordance with Canadian securities legislation); or (iii) make such other arrangement as the Manager considers appropriate and in the best interests of Unitholders of the Mackenzie Index ETF in the circumstances.

### ***China Risk***

Investment exposure to China subjects Mackenzie China A-Shares CSI 300 Index ETF and the Underlying ChinaAMC ETF to risks specific to China. China may be subject to considerable degrees of economic, political and social instability. China is a developing market and demonstrates significantly higher volatility from time to time in comparison to developed markets. Over the past 25 years, the Chinese government has undertaken reform of economic and market practices and expansion of the sphere for private ownership of property in China. However, Chinese markets generally continue to experience inefficiency, volatility and pricing anomalies resulting from governmental influence, a lack of publicly available information and/or political and social instability. Internal social unrest or confrontations with other neighboring countries, including military conflicts in response to such events, may also disrupt economic development in China and result in a greater risk of currency fluctuations, currency convertibility, interest rate fluctuations and higher rates of inflation. Export growth continues to be a major driver of China's rapid economic growth. Reduction in spending on Chinese products and services, institution of tariffs or other trade barriers, or a downturn in any of the economies of China's key trading partners may have an adverse impact on the Chinese economy. China has privatized, or has begun the process of privatizing, certain entities and industries. Privatized entities may lose money or be re-nationalized. China has experienced security concerns. Incidents involving China's security may cause uncertainty in these markets and may adversely affect their economies and Mackenzie China A-Shares CSI 300 Index ETF's and the Underlying ChinaAMC ETF's investments. Under current tax laws, China does not impose capital gains tax on the transfer of certain equity investment assets. As a result, the Underlying ChinaAMC ETF does not currently make a provision for tax on realized or unrealized capital gains derived from the trading of certain A-shares. If the current tax position taken by the Chinese authorities changes in the future, including, potentially, to apply capital gains tax on a retroactive basis, the net asset value of the Underlying ChinaAMC ETF may be negatively affected.

### ***Convertible Securities Risk***

Convertible securities are fixed-income securities, preferred stocks or other securities that are convertible into common stock or other securities. The market value of convertible securities tends to decline as interest rates increase and, conversely, to increase as interest rates decline. A convertible security's market value, however, tends to reflect the market price of the issuer's common stock when that price approaches or exceeds the convertible security's "conversion price". The conversion price is defined as the predetermined price at which the convertible security could be exchanged for the associated stock. As the market price of the common stock declines, the price of the convertible security tends to be influenced more by the yield of the convertible security. Thus, it may not decline in price to the same extent as the underlying common stock. In the event of a liquidation of the issuing company, holders of convertible securities would be paid before the company's common stockholders but after holders of any senior debt obligations of the company. Consequently, the issuer's convertible securities generally entail less risk than its common stock but more risk than its senior debt obligations.

### ***Credit Risk***

An issuer of a bond or other fixed-income investment, including asset-backed securities, may not be able to pay interest or to repay the principal at maturity. The risk of such a failure to pay is known as credit risk. Some issuers have more

credit risk than others. Issuers with higher credit risk typically pay higher interest rates than interest rates paid by issuers with lower credit risk because higher credit risk companies expose Unitholders to a greater risk of loss. Credit risk can increase or decline during the term of the fixed-income investment.

Companies, governments and other entities, including special purpose vehicles that borrow money, and the debt securities they issue are assigned credit ratings by specialized rating agencies, such as Dominion Bond Rating Service Limited and Standard & Poor's Corporation. The ratings are a measure of credit risk and take into account many factors, including the value of any collateral underlying a fixed-income investment. Issuers with low or no ratings typically pay higher yields, but can subject Unitholders to substantial losses. Credit ratings are one factor used by the Portfolio Manager in making investment decisions. A credit rating may prove to be wrong, which can lead to unanticipated losses on fixed-income investments. If the market perceives that a credit rating is too high, then the value of the investments may decrease substantially. A downgrade in an issuer's credit rating or other adverse news regarding an issuer can reduce a security's market value.

The difference in interest rates between an issuer's bond and a government-issued bond that are otherwise identical in all respects except for the credit rating is known as the credit spread. Credit spreads widen if the market determines that a higher return is necessary to compensate for the increased risk of owning a particular fixed-income investment. An increase in credit spread after the purchase of a fixed-income investment decreases the value of that investment.

### ***Currency Hedging Risk***

Each of Mackenzie Core Plus Global Fixed Income ETF and Mackenzie Global High Yield Fixed Income ETF may use derivative instruments to hedge a portion of its foreign currency exposure to the Canadian dollar by entering into currency forward contracts with financial institutions that have a "designated rating" as defined in NI 81-102. Although there is no assurance that these currency forward contracts will be effective, the Manager expects these currency forward contracts to be substantially effective.

The effectiveness of this currency hedging strategy will, in general, be affected by the volatility of the Canadian dollar relative to the applicable foreign currencies. Increased volatility will generally reduce the effectiveness of the currency hedging strategy. The effectiveness of this currency hedging strategy may also be affected by any significant difference between Canadian dollar interest rates and foreign currency interest rates

### ***Emerging Markets Risk***

Emerging markets have the risks described below under foreign currency risk and foreign markets risk. In addition, emerging markets are more likely to experience political, economic and social instability and may be subject to corruption or have lower business standards. Instability may result in the expropriation of assets or restrictions on payment of dividends, income or proceeds from the sale of a Mackenzie ETF's securities. In addition, accounting and auditing standards and practices may be less stringent than those of developed countries, resulting in limited availability of information relating to a Mackenzie ETF's investments. Further, emerging market securities are often less liquid and custody and settlement mechanisms in emerging market countries may be less developed, resulting in delays and the incurring of additional costs to execute trades of securities.

### ***Foreign Currency Risk***

The NAV of each Mackenzie ETF is calculated in Canadian dollars. Foreign investments are generally purchased in currencies other than Canadian dollars. When foreign investments are purchased in a currency other than Canadian dollars, the value of those foreign investments will be affected by the value of the Canadian dollar relative to the value of the foreign currency. If the Canadian dollar rises in value relative to the other currency, but the value of the foreign investment otherwise remains constant, the value of the investment in Canadian dollars will have fallen. Similarly, if the value of the Canadian dollar has fallen relative to the foreign currency, the value of the Mackenzie ETF's investment will have increased.

### ***Foreign Domiciled Underlying ETF Risk***

Mackenzie China A-Shares CSI 300 Index will invest in the Underlying ChinaAMC ETF, which is a foreign listed fund. The Underlying ChinaAMC ETF seeks to provide returns that closely correspond to the performance of the CSI

300 Index. The Underlying ChinaAMC ETF may not achieve the same return as the CSI 300 Index due to differences in the actual weightings of securities held in the Underlying ChinaAMC ETF versus the weightings in the CSI 300 Index and due to the operating and administrative expenses of the Underlying ChinaAMC ETF. The Underlying ChinaAMC ETF tracks an index that includes China A-shares. There is a chance that the Underlying ChinaAMC ETF may not be able to access a sufficient amount of China A-shares to track its target index. China A-shares are only available to foreign investors through a quota license or through the Hong Kong Shanghai Stock Connect program. China A-shares are shares of Chinese companies that are traded locally on the Shanghai and/or Shenzhen stock exchanges. In order for foreign investors to purchase China A-shares, a RQFII license and share quota are required. It is possible that a quota granted by State Administration of Foreign Exchange of the People's Republic of China now or in the future may not be sufficient to meet the Underlying ChinaAMC ETF manager's needs. China A-shares are also available to foreign investors through the Hong Kong Shanghai Stock Connect program. The Stock Connect program is subject to quota limitations, which may restrict the Underlying ChinaAMC ETF manager's ability to invest in A-shares through the program on a timely basis; in which case, the Underlying ChinaAMC ETF manager will have to rely on RQFII investments.

As a result of investments in foreign-domiciled underlying exchange-traded funds, including the Underlying ChinaAMC ETF, Mackenzie ETFs may be subject to the deemed income accrual rules found in section 94.2 of the Tax Act. See **"Income Tax Considerations – Taxation of Mackenzie ETFs that invest in Foreign-Domiciled Underlying ETFs"**.

### ***Foreign Markets Risk***

The value of an investment in a foreign issuer depends on general global economic factors and specific economic and political factors relating to the country or countries in which the foreign issuer operates. The regulatory environment in some foreign countries may be less stringent than in Canada, including legal and financial reporting requirements. There may be more or less information available with respect to foreign companies. The legal systems of some foreign countries may not adequately protect Unitholders' rights. Some or all of these factors could make a foreign investment more or less volatile than a Canadian investment.

### ***High Yield Securities Risk***

Certain Mackenzie ETFs may be subject to high-yield securities risk. High-yield securities risk is the risk that securities that are rated below investment grade (below "BBB-" by Standard & Poor's® Rating Services, a division of The McGraw-Hill Companies, Inc., or by Fitch Rating Service Inc. or below "Baa3" by Moody's® Investor's Services, Inc.) or are unrated at the time of purchase may be more volatile than higher-rated securities of similar maturity. High-yield securities may also be subject to greater levels of credit or default risk than higher-rated securities. The value of high-yield securities can be adversely affected by overall economic conditions, such as an economic downturn or a period of rising interest rates, and high-yield securities may be less liquid and more difficult to sell at an advantageous time or price or to value than higher-rated securities. In particular, high-yield securities are often issued by smaller, less creditworthy companies or by highly leveraged firms, which are generally less able than more financially stable firms to make scheduled payments of interest and principal.

### ***Index Investment Strategy Risk***

The value of the applicable Index of a Mackenzie Index ETF may fluctuate in accordance with the financial condition of the Constituent Issuers that are represented in such Index (particularly those that are more heavily weighted), the value of the securities generally and other factors.

Because the investment objective of each Mackenzie Index ETF is to replicate the performance of the applicable Index, the Mackenzie Index ETFs are not actively managed by traditional methods and the Manager will not attempt to take defensive positions in declining markets. Therefore, a Constituent Issuer with an adverse financial condition may not be removed from the portfolio of a Mackenzie Index ETF until that Constituent Issuer is removed from the applicable Index.

### ***Interest Rate Risk***

Interest rates have an impact on a whole range of investments. Interest rates impact the cost of borrowing for governments, companies and individuals, which in turn impacts overall economic activity. Interest rates may rise

during the term of a fixed-income investment. If interest rates rise, then the value of that fixed-income investment generally will fall. Conversely, if interest rates fall, the value of the investment will generally increase.

Longer-term bonds and strip bonds are generally more sensitive to changes in interest rates than other kinds of securities. The cash flow from debt instruments with variable rates may change as interest rates fluctuate.

#### ***Maximum Diversification Index Strategy Risk***

The investment portfolio of each Mackenzie Maximum Diversification ETF is managed to seek to track its applicable Index. Each referable Index is a quantitative Index designed to achieve a higher level of diversification compared to a market capitalization weighted universe of equities through the use of various metrics and ratios. However, the use of TOBAM's quantitative methodology may result in an Index underperforming the market capitalization weighted universe of equities from which eligible securities are drawn. In addition, a sudden change in the factors that impact the quantitative analysis may not result in changes to the Constituent Issuers in the applicable Index and, consequently, in the portfolio holdings of the Mackenzie Maximum Diversification ETF, until the quarterly rebalancing.

#### ***Portfolio Manager Risk***

Each Mackenzie Active ETF is dependent on its portfolio manager, which, in the case of Mackenzie Global Leadership Impact ETF, is the Sub-advisor, to select its investments and is subject to the risk that poor security selection will cause it to underperform relative to other investment funds with similar investment objectives.

#### ***Prepayment Risk***

Certain fixed-income securities, including mortgage-backed or other asset-backed securities, can be prepaid before maturity. If the prepayment is unexpected or if it occurs faster than predicted, the fixed-income security may pay less income and its value may decrease. In addition, because issuers generally choose to repay when interest rates are falling, the Mackenzie ETFs may have to reinvest this money in securities that have lower rates.

#### ***Rebalancing and Subscription Risk***

Adjustments to Baskets of Securities held by a Mackenzie Index ETF to reflect rebalancing events, including adjustments to the applicable Index or as otherwise determined by the Manager, will depend on the ability of the Manager and the Designated Broker to perform their respective obligations under the designated broker agreement. If a Designated Broker fails to perform, the Mackenzie Index ETF may be required to sell or purchase, as the case may be, Constituent Securities of the applicable Index in the market. If this happens, the Mackenzie Index ETF would incur additional transaction costs, which would cause the performance of the Mackenzie Index ETF to deviate more significantly from the performance of the applicable Index than would otherwise be expected.

Adjustments to the Basket of Securities necessitated by a rebalancing event could affect the underlying market for the Constituent Securities of the applicable Index, which in turn would affect the value of that Index. Similarly, subscriptions for Units by the Designated Broker and Dealers may impact the market for the Constituent Securities of the Index, as the Designated Broker or the Dealer seeks to buy or to borrow the Constituent Securities to constitute the Baskets of Securities to be delivered to the Mackenzie Index ETF as payment for the Units to be issued.

#### ***Sampling Methodology Risk***

The Mackenzie Index ETFs may employ a sampling methodology. A sampling methodology involves seeking to replicate the performance of the applicable Index by holding a subset of the Constituent Securities or a portfolio of some or all of the Constituent Securities and other securities selected by the Manager such that the aggregate investment characteristics of the portfolio are reflective of the aggregate investment characteristics of, or a representative sample of, the applicable Index. In certain circumstances, exposure to one or more securities may be obtained through the use of derivatives. It is possible that the use of a sampling methodology may result in a greater deviation in performance relative to the applicable Index than a replication strategy in which only the Constituent Securities are held in the portfolio in approximately the same proportions as they are represented in the applicable Index.

### ***Senior Loans Risk***

Each of Mackenzie Canadian Short Term Fixed Income ETF, Mackenzie Floating Rate Income ETF, Mackenzie Global High Yield Fixed Income ETF and Mackenzie Unconstrained Bond ETF invests in senior loans and, as a result, is subject to the risks described below.

The risks associated with senior loans are similar to the risks of high yield bonds, although senior loans are typically senior and secured, whereas high yield bonds are often subordinated and unsecured. Investments in senior loans are typically below investment grade and are considered speculative because of the credit risk of their issuers. Historically, such companies have been more likely to default on their payments of interest and principal owed than companies that issue investment grade securities, and such defaults could reduce the NAV and monthly income distributions of Mackenzie, Canadian Short Term Fixed Income ETF, Mackenzie Floating Rate Income ETF and Mackenzie Global High Yield Fixed Income ETF. These risks may be more pronounced in the event of an economic downturn. Under certain market conditions, the demand for senior loans may be reduced, which may, in turn, reduce prices. No active trading market may exist for certain senior loans, which may impair the ability of a holder of a senior loan to realize full value in the event of the need to liquidate such asset. Adverse market conditions may impair the liquidity of some actively traded senior loans.

Although the loans that Mackenzie Canadian Short Term Fixed Income ETF, Mackenzie Floating Rate Income ETF and Mackenzie Global High Yield Fixed Income ETF invests in are generally secured by specific collateral, there can be no assurance that such collateral would be available or would otherwise satisfy the borrower's obligation in the event of non-payment of scheduled interest or principal or that such collateral could be readily liquidated. In these circumstances, the holder of a loan may not receive payments to which it is entitled.

There is no organized exchange on which loans are traded and reliable market quotations may not be readily available. To the extent that a secondary market does exist for certain loans, the market may be subject to irregular trading activity, wide bid/ask spreads and extended trade settlement periods. Some loans are subject to the risk that a court could subordinate the loans to presently existing or future indebtedness of the borrower or take other action detrimental to lenders.

Senior loans may also be subject to certain risks due to longer settlement periods than the settlement periods associated with other securities. Settlement of transactions in most securities occurs two days after the trade date and is referred to as "T+2" settlement. In contrast, transactions in senior loans may have longer than normal settlement periods and have settlement periods that exceed T+2. Unlike equities trades, there is no central clearinghouse for loans, and the loan market has not established enforceable settlement standards or remedies for failure to settle. This potentially longer settlement timeline may create a mismatch between the settlement time for a senior loan and the time in which an investment fund holding the senior loan as an investment must settle redemption requests from its investors. Each of Mackenzie Canadian Short Term Fixed Income ETF, Mackenzie Floating Rate Income ETF and Mackenzie Global High Yield Fixed Income ETF is subject to senior loan settlement risk through its investments in senior loans. If Mackenzie Canadian Short Term Fixed Income ETF, Mackenzie Floating Rate Income ETF or Mackenzie Global High Yield Fixed Income ETF were to experience difficulty in meeting its investor's redemption requests, this could affect the ability of market makers to make an efficient market and investors in Mackenzie Canadian Short Term Fixed Income ETF, Mackenzie Floating Rate Income ETF or Mackenzie Global High Yield Fixed Income ETF, as the case may be, could experience larger trading spreads between the prices at which they sell and buy securities of Mackenzie Canadian Short Term Fixed Income ETF, Mackenzie Floating Rate Income ETF or Mackenzie Global High Yield Fixed Income ETF, as applicable.

### ***Small ETF Risk***

When a Mackenzie ETF's size is small, the ETF may experience relatively lower trading volume and/or wider bid/ask spreads. Small ETFs are also at greater risk of termination than larger ETFs, which could lead to higher transaction costs for the ETF and negative tax consequences for its Unitholders.

### ***Tracking Error Risk***

Each Mackenzie Index ETF will not replicate exactly the performance of the applicable Index because the total return generated by the Units will be reduced by the management fee paid or payable by the Mackenzie Index ETF, the



brokerage and commission costs incurred in acquiring and rebalancing the portfolio of securities held by the Mackenzie Index ETF, taxes (including withholding taxes) and the other expenses paid or payable by the Mackenzie Index ETF. These fees and expenses are not included in the calculation of the performance of the applicable Index.

Deviations in the tracking of the applicable Index by a Mackenzie Index ETF could occur for a variety of other reasons. For example, where a Mackenzie Index ETF tenders securities under a successful takeover bid for less than all securities of a Constituent Issuer and the Constituent Issuer is not removed from the applicable Index, the Mackenzie Index ETF may be required to buy replacement securities at a purchase price that may be more than the takeover bid price due to timing variances. Other reasons for tracking error include the temporary unavailability of certain Constituent Securities in the secondary market and the investment strategies and investment restrictions applicable to the Mackenzie Index ETF, including the use of a sampling methodology.

#### ***Underlying ETF Net Asset Value Risk***

A Mackenzie ETF may invest in another exchange-traded fund, including another Mackenzie ETF. The securities of these exchange-traded funds may trade below, at or above their respective net asset values per security. The net asset value per security will fluctuate with changes in the market value of the exchange-traded fund's holdings. The trade prices of the securities of those exchange-traded funds will fluctuate in accordance with changes in the applicable exchange-traded fund's net asset value per security, as well as market supply and demand on the stock exchanges on which those exchange-traded funds are listed.

If a Mackenzie ETF purchases a security of an underlying exchange-traded fund at a time when the market price of that security is at a premium to the net asset value per security or sells a security at a time when the market price of that security is at a discount to the net asset value per security, the Mackenzie ETF may sustain a loss.

#### ***Classification of Risks***

This section will help a prospective purchaser and, if applicable, his, her or its financial adviser decide whether a Mackenzie ETF is right for the purchaser. **This information is only a guide.** This section states what type of investor should consider an investment in each Mackenzie ETF. For example, Unitholders may want to grow their capital over the long term or want to protect their investment or receive regular cash flows. Unitholders may wish to invest outside of a Registered Plan or may wish to invest in a specific region or industry.

A Mackenzie ETF may be suitable for a Unitholder as an individual component within the Unitholder's entire portfolio, even if the Mackenzie ETF's risk rating is higher or lower than the Unitholder's personal risk tolerance level. When a Unitholder chooses investments with a financial adviser, the Unitholder should consider the Unitholder's whole portfolio, investment objectives, investment time horizon, and personal risk tolerance level.

The Manager has classified each of the applicable risks as either "primary", "secondary" or "other". The Manager considers the primary risks to be the more significant risks in respect of the particular Mackenzie ETF because these risks occur more frequently and/or because their occurrence will have a more significant impact on the Mackenzie ETF's value. The Manager considers the secondary risks relatively less significant because these risks occur less frequently and/or because their occurrence will have a less significant impact on the Mackenzie ETF's value. Other risk means that the Manager considers the risk to be very remote.

<b>Mackenzie ETF</b>	<b>Primary Risks</b>	<b>Secondary Risks</b>	<b>Other Risk</b>
<b>Mackenzie Maximum Diversification Canada Index ETF</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; fluctuations in NAV risk; illiquidity risk; index investment strategy risk; market risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; derivatives risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk	foreign currency risk; foreign markets risk; taxation risk
<b>Mackenzie Maximum Diversification US Index ETF</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; fluctuations in NAV risk; foreign currency risk; foreign markets risk; illiquidity risk; index investment strategy risk; market risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; derivatives risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk	taxation risk
<b>Mackenzie Maximum Diversification Developed Europe Index ETF</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; fluctuations in NAV risk; foreign currency risk; foreign markets risk; illiquidity risk; index investment strategy risk; market risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; derivatives risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk; small ETF risk	taxation risk

<b>Mackenzie ETF</b>	<b>Primary Risks</b>	<b>Secondary Risks</b>	<b>Other Risk</b>
<b>Mackenzie Maximum Diversification All World Developed Index ETF</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; fluctuations in NAV risk; foreign currency risk; foreign markets risk; illiquidity risk; index investment strategy risk; market risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; derivatives risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk	taxation risk
<b>Mackenzie Maximum Diversification Emerging Markets Index ETF</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; emerging markets risk; fluctuations in NAV risk; foreign currency risk; foreign markets risk; illiquidity risk; index investment strategy risk; market risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; derivatives risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk	taxation risk
<b>Mackenzie Maximum Diversification All World Developed ex North America Index ETF</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; fluctuations in NAV risk; foreign currency risk; foreign markets risk; illiquidity risk; index investment strategy risk; market risk; Maximum Diversification Index strategy risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; derivatives risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk;	taxation risk

<b>Mackenzie ETF</b>	<b>Primary Risks</b>	<b>Secondary Risks</b>	<b>Other Risk</b>
<b>Mackenzie China A-Shares CSI 300 Index ETF</b>	<p>absence of active public market risk; calculation and termination of the Indices risk; China risk; company risk; concentration risk; emerging markets risk; fluctuations in NAV risk; foreign currency risk; foreign domiciled underlying ETF</p> <p>risk; foreign markets risk; illiquidity risk; index investment strategy risk; market risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk; underlying ETF net asset value risk</p>	<p>borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; derivatives risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk; small ETF risk</p>	<p>taxation risk</p>
<b>Mackenzie Canadian Large Cap Equity Index ETF</b>	<p>absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; fluctuations in NAV risk; illiquidity risk; index investment strategy risk; market risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk</p>	<p>borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; derivatives risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk;</p>	<p>foreign currency risk; foreign markets risk; taxation risk</p>
<b>Mackenzie Canadian Equity Index ETF</b>	<p>absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; fluctuations in NAV risk; illiquidity risk; index investment strategy risk; market risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk</p>	<p>borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; derivatives risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk; small ETF risk</p>	<p>foreign currency risk; taxation risk</p>

<b>Mackenzie ETF</b>	<b>Primary Risks</b>	<b>Secondary Risks</b>	<b>Other Risk</b>
<b>Mackenzie US Large Cap Equity Index ETF</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; fluctuations in NAV risk; foreign currency risk; foreign markets risk; illiquidity risk; index investment strategy risk; market risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; derivatives risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk	taxation risk
<b>Mackenzie US Large Cap Equity Index ETF (CAD-Hedged)</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; derivatives risk; fluctuations in NAV risk; foreign markets risk; illiquidity risk; index investment strategy risk; market risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk; underlying ETF net asset value risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk; small ETF risk	taxation risk
<b>Mackenzie International Equity Index ETF</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; fluctuations in NAV risk; foreign currency risk; foreign markets risk; illiquidity risk; index investment strategy risk; market risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; derivatives risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk; small ETF risk	taxation risk

<b>Mackenzie ETF</b>	<b>Primary Risks</b>	<b>Secondary Risks</b>	<b>Other Risk</b>
<b>Mackenzie International Equity Index ETF (CAD-Hedged)</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; derivatives risk; fluctuations in NAV risk; foreign markets risk; illiquidity risk; index investment strategy risk; market risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk; underlying ETF net asset value risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk; small ETF risk	taxation risk
<b>Mackenzie Canadian Aggregate Bond Index ETF</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; credit risk; fluctuations in NAV risk; illiquidity risk; index investment strategy risk; interest rate risk; market risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; derivatives risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk;	foreign currency risk; foreign markets risk; taxation risk
<b>Mackenzie Canadian Short- Term Bond Index ETF</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; credit risk; fluctuations in NAV risk; illiquidity risk; index investment strategy risk; interest rate risk; market risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; derivatives risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk; small ETF risk	foreign currency risk; foreign markets risk; taxation risk

<b>Mackenzie ETF</b>	<b>Primary Risks</b>	<b>Secondary Risks</b>	<b>Other Risk</b>
<b>Mackenzie Canadian All Corporate Bond Index ETF</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; credit risk; fluctuations in NAV risk; illiquidity risk; index investment strategy risk; interest rate risk; market risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; derivatives risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk; small ETF risk	foreign currency risk; foreign markets risk; taxation risk
<b>Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged)</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; credit risk; emerging markets risk; fluctuations in NAV risk; foreign currency risk; foreign markets risk; illiquidity risk; index investment strategy risk; interest rate risk; market risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; derivatives risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk; small ETF risk	taxation risk
<b>Mackenzie Emerging Markets Local Currency Bond Index</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; credit risk; emerging markets risk; fluctuations in NAV risk; foreign currency risk; foreign markets risk; illiquidity risk; index investment strategy risk; interest rate risk; market risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; derivatives risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk; small ETF risk	taxation risk

<b>Mackenzie ETF</b>	<b>Primary Risks</b>	<b>Secondary Risks</b>	<b>Other Risk</b>
<b>Mackenzie US TIPS Index ETF (CAD-Hedged)</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; credit risk; derivatives risk; fluctuations in NAV risk; foreign markets risk; illiquidity risk; index investment strategy risk; interest rate risk; market risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk;	taxation risk
<b>Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged)</b>	absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; credit risk; derivatives risk; fluctuations in NAV risk; foreign markets risk; illiquidity risk; index investment strategy risk; interest rate risk; market risk; prepayment risk; rebalancing and subscription risk; sampling methodology risk; tracking error risk; trading price of Units risk	borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk	taxation risk



<b>Mackenzie ETF</b>	<b>Primary Risks</b>	<b>Secondary Risks</b>	<b>Other Risk</b>
<b>Mackenzie US High Yield Bond Index ETF (CAD-Hedged)</b>	<p>absence of active public market risk; calculation and termination of the Indices risk; company risk; concentration risk; credit risk; derivatives risk; fluctuations in NAV risk; foreign domiciled underlying ETF risk; foreign markets risk; high-yield securities risk; illiquidity risk; index investment strategy risk; interest rate risk; market risk; prepayment risk; rebalancing and subscription risk; foreign domiciled underlying ETF risk; sampling methodology risk; tracking error risk; trading price of Units risk</p>	<p>borrowing risk; cease trading of Securities risk; commodity risk; cyber security risk; halted trading of Units risk; large transaction risk; legislation risk; securities lending transaction risk; series risk; small company risk; small ETF risk</p>	<p>taxation risk</p>
<b>Mackenzie Canadian Short Term Fixed Income ETF</b>	<p>company risk; credit risk; interest rate risk; large transaction risk; market risk; prepayment risk</p>	<p>absence of active public market risk; borrowing risk; commodity risk; concentration risk; cyber security risk; derivatives risk; emerging markets risk; fluctuations in NAV risk; foreign currency risk; foreign markets risk; high yield securities risk; illiquidity risk; legislation risk; portfolio manager risk; securities lending, transaction risk; senior loans risk; series risk; small company risk; small ETF risk; taxation risk; trading price of Units risk; underlying ETF net asset value risk</p>	<p>cease trading of securities risk; halted trading of Units risk</p>

<b>Mackenzie ETF</b>	<b>Primary Risks</b>	<b>Secondary Risks</b>	<b>Other Risk</b>
<b>Mackenzie Core Plus Canadian Fixed Income ETF</b>	company risk; credit risk; illiquidity risk; interest rate risk; large transaction risk; market risk; prepayment risk	absence of active public market risk; borrowing risk; commodity risk; concentration risk; cyber security risk; derivatives risk; fluctuations in NAV risk; foreign currency risk; foreign markets risk; high yield securities risk; legislation risk; portfolio manager risk; securities lending transaction risk; series risk; small company risk; taxation risk; trading price of Units risk; underlying ETF net asset value risk	cease trading of securities risk; halted trading of Units risk
<b>Mackenzie Core Plus Global Fixed Income ETF</b>	company risk; concentration risk; credit risk; foreign markets risk; interest rate risk; market risk; prepayment risk	absence of active public market risk; borrowing risk; commodity risk; currency hedging risk; cyber security risk; derivatives risk; emerging markets risk; fluctuations in NAV risk; foreign currency risk; high yield securities risk; illiquidity risk; large transaction risk; legislation risk; portfolio manager risk; securities lending, transaction risk; series risk; small company risk; taxation risk; trading price of Units risk; underlying ETF net asset value risk	cease trading of securities risk; halted trading of Units risk
<b>Mackenzie Floating Rate Income ETF</b>	company risk; credit risk; foreign currency risk; foreign markets risk; high yield securities risk; illiquidity risk; market risk; prepayment risk; senior loans risk	absence of active public market risk; borrowing risk; commodity risk; concentration risk; cyber security risk; derivatives risk; emerging markets risk; fluctuations in NAV risk; interest rate risk; large transaction risk; legislation risk; portfolio manager risk; securities lending transaction risk; series risk; small company risk; taxation risk; trading price of Units risk; underlying ETF net asset value risk	cease trading of securities risk; halted trading of Units risk

<b>Mackenzie ETF</b>	<b>Primary Risks</b>	<b>Secondary Risks</b>	<b>Other Risk</b>
<b>Mackenzie Global High Yield Fixed Income ETF</b>	company risk; concentration risk; credit risk; foreign markets risk; high yield securities risk; illiquidity risk; interest rate risk; market risk; prepayment risk	absence of active public market risk; borrowing risk; commodity risk; currency hedging risk; cyber security risk; derivatives risk; emerging markets risk; fluctuations in NAV risk; foreign currency risk; large transaction risk; legislation risk; portfolio manager risk; securities lending transaction risk; senior loans risk; series risk; small company risk; taxation risk; trading price of Units risk; underlying ETF net asset value risk	cease trading of securities risk; halted trading of Units risk
<b>Mackenzie Unconstrained Bond ETF</b>	company risk; credit risk; derivatives risk; foreign markets risk; illiquidity risk; interest rate risk; market risk; prepayment risk	absence of active public market risk; borrowing risk; concentration risk; commodity risk; convertible securities risk; cyber security risk; emerging markets risk; fluctuations in NAV risk; foreign currency risk; high yield securities risk; large transaction risk; legislation risk; portfolio manager risk; securities lending transaction risk; senior loans risk; series risk; small company risk; underlying ETF net asset value risk; taxation risk; trading price of Units risk	cease trading of securities risk; halted trading of Units risk

<b>Mackenzie ETF</b>	<b>Primary Risks</b>	<b>Secondary Risks</b>	<b>Other Risk</b>
<b>Mackenzie Global Leadership Impact ETF</b>	company risk; concentration risk; foreign markets risk; market risk	absence of active public market risk; borrowing risk; commodity risk; credit risk; convertible securities risk; cyber security risk; derivatives risk; fluctuations in NAV risk; foreign currency risk; illiquidity risk; large transaction risk; legislation risk; portfolio manager risk; securities lending transaction risk; series risk; small company risk; small ETF risk; taxation risk; trading price of Units risk; underlying ETF net asset value risk	cease trading of securities risk; halted trading of Units risk
<b>Mackenzie Ivy Global Equity ETF</b>	company risk; concentration risk; foreign currency risk; foreign markets risk; market risk	absence of active public market risk; borrowing risk; commodity risk; credit risk; cyber security risk; derivatives risk; emerging markets risk; fluctuations in NAV risk; high yield securities risk; illiquidity risk; interest rate risk; large transaction risk; legislation risk; portfolio manager risk; prepayment risk; securities lending transaction risk; series risk; small company risk; small ETF risk; taxation risk; trading price of Units risk; underlying ETF net asset value risk	cease trading of securities risk; halted trading of Units risk
<b>Mackenzie Portfolio Completion ETF</b>	commodity risk; company risk; convertible securities risk; credit risk; derivatives risk; emerging markets risk; foreign currency risk; foreign markets risk; illiquidity risk; interest rate risk; market risk; prepayment risk; small company risk; underlying ETF net asset value risk	absence of active public market risk; borrowing risk; concentration risk; cyber security risk; fluctuations in NAV risk; high yield securities risk; large transaction risk; legislation risk; portfolio manager risk; securities lending transaction risk; series risk; small ETF risk; taxation risk; trading price of Units risk	cease trading of securities risk; halted trading of Units risk

## Risk Classification Methodology

The investment risk level of each Mackenzie ETF is required to be determined in accordance with a standardized risk classification methodology that is based on the historical volatility of the Mackenzie ETF, as measured by the 10-year standard deviation of the returns of the Mackenzie ETF. As the New Mackenzie ETFs are new and each Existing Mackenzie ETF has less than 10 years of performance history, the Manager calculates the investment risk level of each Mackenzie ETF using a reference index that is expected to reasonably approximate the standard deviation of the Mackenzie ETF. Once a Mackenzie ETF has 10 years of performance history, the methodology will calculate the standard deviation of the Mackenzie ETF using the return history of the Mackenzie ETF rather than that of the reference index. In each case, the Mackenzie ETFs are assigned an investment risk rating in one of the following categories: low, low to medium, medium, medium to high or high risk.

The following chart sets out a description of the reference index used for each Mackenzie ETF:

<u><b>Mackenzie ETF</b></u>	<u><b>Reference Index</b></u>
Mackenzie Maximum Diversification Canada Index ETF	<b>TOBAM Maximum Diversification Canada Index</b> – The TOBAM Maximum Diversification Canada Index is designed to measure the performance of Canadian large and mid-capitalization equity securities selected and weighted to enhance diversification.
Mackenzie Maximum Diversification US Index ETF	<b>TOBAM Maximum Diversification USA Index</b> – The TOBAM Maximum Diversification USA Index is designed to measure the performance of U.S. large and mid-capitalization equity securities selected and weighted in order to enhance diversification. On March 1, 2019, this Mackenzie ETF began to track a version of the TOBAM Maximum Diversification USA Index which is calculated net of withholding taxes.
Mackenzie Maximum Diversification Developed Europe Index ETF	<b>TOBAM Maximum Diversification Developed Europe Index</b> – The TOBAM Maximum Diversification Developed Europe Index is designed to measure the performance of large and mid-capitalization equity securities of developed European markets selected and weighted in order to enhance diversification. On March 1, 2019, this Mackenzie ETF began to track a version of the TOBAM Maximum Diversification Developed Europe Index which is calculated net of withholding taxes.
Mackenzie Maximum Diversification All World Developed Index ETF	<b>TOBAM Maximum Diversification All World Developed Index</b> – The TOBAM Maximum Diversification All World Developed Index is designed to measure the performance of large and mid-capitalization equity securities of developed markets selected and weighted in order to enhance diversification. On March 1, 2019, this Mackenzie ETF began to track a version of the TOBAM Maximum Diversification All World Developed Index which is calculated net of withholding taxes.

<b><u>Mackenzie ETF</u></b>	<b><u>Reference Index</u></b>
Mackenzie Maximum Diversification Emerging Markets Index ETF	<b>TOBAM Maximum Diversification Emerging Index</b> – The TOBAM Maximum Diversification Emerging Index is designed to measure the performance of large and mid-capitalization equity securities of advanced and secondary emerging markets selected and weighted in order to enhance diversification. On March 1, 2019, this Mackenzie ETF began to track a version of the TOBAM Maximum Diversification Emerging Markets Index which is calculated net of withholding taxes.
Mackenzie Maximum Diversification All World Developed ex North America Index ETF	<b>TOBAM Maximum Diversification All World Developed ex North America Index</b> – The TOBAM Maximum Diversification All World Developed ex North America Index is designed to measure the performance of large and mid-capitalization equity securities of developed markets excluding the U.S. and Canada selected and weighted in order to enhance diversification. On March 1, 2019, this Mackenzie ETF began to track a version of the TOBAM Maximum Diversification All World Developed ex North America Index which is calculated net of withholding taxes.
Mackenzie China A-Shares CSI 300 Index ETF	<b>CSI 300 Net Total Return Index USD</b> – The CSI 300 Net Total Return Index USD is based on the performance of 300 large and mid-capitalized stocks traded on the Shanghai and Shenzhen stock exchanges.
Mackenzie Canadian Large Cap Equity Index ETF	<b>S&amp;P/TSX 60 Index*</b> – The S&P/TSX 60 Index is based on the performance of 60 large- capitalized companies in Canada.
Mackenzie Canadian Equity Index ETF	<b>S&amp;P/TSX Composite Index*</b> – The S&P/TSX Composite Index is the benchmark Canadian index representing companies on the Toronto Stock Exchange.
Mackenzie US Large Cap Equity Index ETF	<b>S&amp;P 500 Index*</b> – The S&P 500 Index is based on the performance of 500 large-capitalized companies listed on the New York Stock Exchange or NASDAQ.
Mackenzie US Large Cap Equity Index ETF (CAD-Hedged)	<b>S&amp;P 500 Index (CAD-Hedged)*</b> – The S&P 500 Index (CAD-Hedged) is based on the performance of 500 large-capitalized companies listed on the New York Stock Exchange or NASDAQ, which performance is hedged to the Canadian dollar.
Mackenzie International Equity Index ETF	<b>MSCI EAFE Index*</b> – The MSCI EAFE Index is an equity index based on the performance of large and mid-capitalized companies in developed markets outside of the United States and Canada.
Mackenzie International Equity Index ETF (CAD-Hedged)	<b>MSCI EAFE Index (Local Currency)*</b> – The MSCI EAFE Index (Local Currency) is an equity index based on the performance of large and mid-capitalized companies in developed markets outside of the United States and Canada and is hedged to the Canadian dollar.

<u><b>Mackenzie ETF</b></u>	<u><b>Reference Index</b></u>
Mackenzie Canadian Aggregate Bond Index ETF	<b>FTSE Canada Universe Bond Index*</b> – The FTSE Canada Universe Bond Index is comprised of Canadian investment-grade bonds with maturities of at least one year.
Mackenzie Canadian Short-Term Bond Index ETF	<b>FTSE Canada Short Term Bond Index*</b> – The FTSE Canada Short Term Bond Index is comprised of Canadian investment-grade bonds with maturities of one to five years.
Mackenzie Canadian All Corporate Bond Index ETF	<b>FTSE All Corporate Bond Index*</b> – The FTSE All Corporate Bond Index is comprised of Canadian investment-grade corporate bonds with maturities of at least one year.
Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged)	<b>Solactive EM USD Govt &amp; Govt Related Bond Select CAD Hedged NTR Index</b> – The Solactive EM USD Govt & Govt Related Bond Select CAD Hedged NTR Index is a market capitalization-weighted index of emerging market government and government related bonds denominated in United States Dollar (USD). Foreign currency is hedged back to the Canadian dollar
Mackenzie Emerging Markets Local Currency Bond Index ETF	<b>Solactive EM Local Currency Government Bond Select NTR Index</b> – The Solactive EM Local Currency Government Bond Select NTR Index is a market capitalization-weighted index of emerging market government and government related bonds issued by a sovereign in its domestic currency.
Mackenzie US TIPS Index ETF (CAD-Hedged)	<b>ICE BofAML US Inflation-Linked Treasury Index (Hedged to CAD)*</b> – The ICE BofAML US Inflation-Linked Treasury Index (Hedged to CAD) is comprised of U.S. Treasury Inflation Protected Securities with at least \$1 billion in outstanding face value and maturities of at least one year and is hedged to the Canadian dollar.
Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged)	<b>ICE BofAML US Corporate Index (Hedged to CAD)*</b> – The ICE BofAML US Corporate Index (Hedged to CAD) is comprised of U.S. dollar denominated investment-grade corporate debt securities publicly issued in the U.S. domestic market with maturities of at least one year and is hedged to the Canadian dollar.
Mackenzie US High Yield Bond Index ETF (CAD-Hedged)	<b>ICE BofAML US High Yield Index (Hedged to CAD)*</b> – The ICE BofAML US High Yield Index (Hedged to CAD) tracks the performance of below-investment-grade U.S. dollar denominated corporate bonds publicly issued in the U.S. domestic market and is hedged to the Canadian dollar.
Mackenzie Canadian Short Term Fixed Income ETF	<b>FTSE Canada Short Term Bond Index</b> – The FTSE Canada Short Term Bond Index is comprised of Canadian investment grade bonds with maturities of one to five years.

<b><u>Mackenzie ETF</u></b>	<b><u>Reference Index</u></b>
Mackenzie Core Plus Canadian Fixed Income ETF	<b>FTSE Canada Universe Bond Index</b> – The FTSE Canada Universe Bond Index is comprised of Canadian investment grade bonds with maturities of at least one year.
Mackenzie Core Plus Global Fixed Income ETF	<b>ICE BofAML Global Broad Market (CAD-Hedged) Index</b> – The ICE BofAML Global Broad Market (CAD-Hedged) Index is comprised of investment grade public debt issued in major domestic and Eurobond markets with at least one year remaining term to maturity and is hedged to the Canadian dollar.
Mackenzie Floating Rate Income ETF	<b>S&amp;P/LSTA Leveraged Loan (CAD-Hedged) Index</b> – The S&P LSTA Leveraged Loan (CAD-Hedged) Index is a market capitalization-weighted index designed to represent the performance of U.S. dollar-denominated institutional leveraged loan portfolios using current market weightings, spreads and interest payments and is hedged to the Canadian dollar.
Mackenzie Global High Yield Fixed Income ETF	<p><b>75% ICE BofAML Global High Yield (CAD-Hedged) Index</b> – The ICE BofAML Global High Yield (CAD-Hedged) Index tracks the performance of USD, CAD, GBP and EUR denominated below investment grade corporate debt publicly issued in the major domestic or Eurobond markets and is hedged to the Canadian dollar.</p> <p><b>25% ICE BofAML Global Broad Market (CAD-Hedged) Index</b>– The ICE BofAML Global Broad Market (CAD-Hedged) Index is comprised of investment-grade public debt issued in major domestic and Eurobond markets with at least one year remaining term to maturity and is hedged to the Canadian dollar.</p>
Mackenzie Unconstrained Bond ETF	<p><b>50% ICE BofAML US High Yield Index</b> – The ICE BofAML US High Yield Index is a market value weighted index of U.S. currency high-yield bonds issued by U.S. and non-U.S. issuers that have maturities of one year or more and have a credit rating lower than BBB-, but are not in default.</p> <p><b>50% FTSE Canada Universe Bond Index</b> – The FTSE Canada Universe Bond Index is comprised of Canadian investment grade bonds with maturities of at least one year.</p>
Mackenzie Global Leadership Impact ETF	<b>MSCI World (Net) Index</b> – The MSCI World (Net) Index is a market capitalization weighted index comprised of companies representing developed market countries in North America, Europe and the Asia/Pacific Region and takes into consideration certain withholding tax assumptions.



<b><u>Mackenzie ETF</u></b>	<b><u>Reference Index</u></b>
Mackenzie Ivy Global Equity ETF	<b>MSCI World (Net) Index</b> – The MSCI World (Net) Index is a market capitalization weighted index comprised of companies representing developed market countries in North America, Europe and the Asia/Pacific Region and takes into consideration certain withholding tax assumptions.
Mackenzie Portfolio Completion ETF	<b>60% MSCI World (Net) Index</b> – The MSCI World (Net) Index is a market capitalization weighted index comprised of companies representing developed market countries in North America, Europe and the Asia/Pacific Region and takes into consideration certain withholding tax assumptions. <b>40% ICE BofAML Global Broad Market (CAD-Hedged) Index</b> – The ICE BofAML Global Broad Market (CAD-Hedged) Index is comprised of investment grade public debt issued in major domestic and Eurobond markets with at least one year remaining term to maturity and is hedged to the Canadian dollar.

\* This index was selected as the reference index in accordance with the CSA risk classification methodology instead of the applicable Solactive Index because its performance track record is longer and exceeds ten years.

Unitholders should know that other types of risks, both measurable and non-measurable, exist. Also, just as historical performance may not be indicative of future returns, historical volatility may not be indicative of future volatility. The risk rating of each Mackenzie ETF is reviewed annually and anytime that it is no longer reasonable in the circumstances. A more detailed explanation of the risk classification methodology used to identify the risk ratings of the Mackenzie ETFs is available on request, at no cost, by calling toll free at 1-800-387-0614 or by writing to Mackenzie Financial Corporation, 180 Queen Street West, Toronto, Ontario M5V 3K1.

<b>Mackenzie ETF</b>	<b>Risk Rating</b>
Mackenzie Maximum Diversification Canada Index ETF	Low to Medium
Mackenzie Maximum Diversification US Index ETF	Low to Medium
Mackenzie Maximum Diversification Developed Europe Index ETF	Medium
Mackenzie Maximum Diversification All World Developed Index ETF	Low to Medium
Mackenzie Maximum Diversification Emerging Markets Index ETF	Medium
Mackenzie Maximum Diversification All World Developed ex North America Index ETF	Low to Medium
Mackenzie China A-Shares CSI 300 Index ETF	High
Mackenzie Canadian Large Cap Equity Index ETF	Low to Medium
Mackenzie Canadian Equity Index ETF	Low to Medium
Mackenzie US Large Cap Equity Index ETF	Medium
Mackenzie US Large Cap Equity Index ETF (CAD-Hedged)	Medium
Mackenzie International Equity Index ETF	Medium
Mackenzie International Equity Index ETF (CAD-Hedged)	Medium
Mackenzie Canadian Aggregate Bond Index ETF	Low
Mackenzie Canadian Short-Term Bond Index ETF	Low

<b>Mackenzie ETF</b>	<b>Risk Rating</b>
Mackenzie Canadian All Corporate Bond Index ETF	Low
Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged)	Low to Medium
Mackenzie Emerging Markets Local Currency Bond Index ETF	Low to Medium
Mackenzie US TIPS Index ETF (CAD-Hedged)	Low
Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged)	Low
Mackenzie US High Yield Bond Index ETF (CAD-Hedged)	Low to Medium
Mackenzie Canadian Short Term Fixed Income ETF	Low
Mackenzie Core Plus Canadian Fixed Income ETF	Low
Mackenzie Core Plus Global Fixed Income ETF	Low
Mackenzie Floating Rate Income ETF	Low to Medium
Mackenzie Global High Yield Fixed Income ETF	Low to Medium
Mackenzie Unconstrained Bond ETF	Low
Mackenzie Global Leadership Impact ETF	Low to Medium
Mackenzie Ivy Global Equity ETF	Low to Medium
Mackenzie Portfolio Completion ETF	Low to Medium

## **DISTRIBUTION POLICY**

### **Distributions**

Cash distributions on Units of the Mackenzie ETFs will be paid as set out in the table below.

<b>Mackenzie ETF</b>	<b>Cash Distributions</b>
Mackenzie Maximum Diversification Canada Index ETF	Quarterly
Mackenzie Maximum Diversification US Index ETF	Quarterly
Mackenzie Maximum Diversification Developed Europe Index ETF	Quarterly
Mackenzie Maximum Diversification All World Developed Index ETF	Quarterly
Mackenzie Maximum Diversification Emerging Markets Index ETF	Semi-annually
Mackenzie Maximum Diversification All World Developed ex North America Index ETF	Quarterly
Mackenzie China A-Shares CSI 300 Index ETF	Annually
Mackenzie Canadian Large Cap Equity Index ETF	Quarterly
Mackenzie Canadian Equity Index ETF	Quarterly
Mackenzie US Large Cap Equity Index ETF	Quarterly
Mackenzie US Large Cap Equity Index ETF (CAD-Hedged)	Quarterly
Mackenzie International Equity Index ETF	Quarterly
Mackenzie International Equity Index ETF (CAD-Hedged)	Quarterly
Mackenzie Canadian Aggregate Bond Index ETF	Monthly
Mackenzie Canadian Short-Term Bond Index ETF	Monthly

<b>Mackenzie ETF</b>	<b>Cash Distributions</b>
Mackenzie Canadian All Corporate Bond Index ETF	Monthly
Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged)	Monthly
Mackenzie Emerging Markets Local Currency Bond Index ETF	Monthly
Mackenzie US TIPS Index ETF (CAD-Hedged)	Monthly
Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged)	Monthly
Mackenzie US High Yield Bond Index ETF (CAD-Hedged)	Monthly
Mackenzie Canadian Short Term Fixed Income ETF	Monthly
Mackenzie Core Plus Canadian Fixed Income ETF	Monthly
Mackenzie Core Plus Global Fixed Income ETF	Monthly
Mackenzie Floating Rate Income ETF	Monthly
Mackenzie Global High Yield Fixed Income ETF	Monthly
Mackenzie Unconstrained Bond ETF	Monthly
Mackenzie Global Leadership Impact ETF	Annually
Mackenzie Ivy Global Equity ETF	Annually
Mackenzie Portfolio Completion ETF	Semi-annually

The Manager may, in its discretion, change the frequency of cash distributions, and will issue a press release if such a change is made or the Manager may make additional distributions if determined to be appropriate. Cash distributions are expected to consist primarily of income but may, at the Manager's discretion, include capital gains and/or returns of capital. Distributions are not fixed or guaranteed.

Each Mackenzie ETF distributes a sufficient amount of its net income and net realized capital gains to Unitholders for each taxation year so that the Mackenzie ETF will not be liable for ordinary income tax. To the extent that a Mackenzie ETF has not otherwise distributed a sufficient amount of its net income or net realized capital gains, it will pay a distribution to Unitholders at the end of the year and that distribution will be automatically reinvested in additional Units. Immediately following such reinvestment, the number of Units outstanding will be consolidated so that the NAV per Unit following the distribution and reinvestment is the same as it would have been if the distribution had not been paid.

As of the date of this prospectus, the settlement for most trades in securities will be made (i) by no later than the third business day after the effective day of the request, in the case of a Mackenzie ETF that invests a portion of its portfolio assets in T+3 Securities, (ii) by no later than the second business day after the effective day of the request, in the case of a Mackenzie ETF that does not invest a portion of its portfolio assets in T+3 Securities, or (iii) in such shorter period as may be determined by the Manager in response to changes in applicable law or general changes to settlement procedures in applicable markets.

Mackenzie ETFs trade on an ex-dividend basis at the opening of trading on the date that is one business day prior to the record date for the applicable distribution. A Unitholder that subscribes for Units during the period that is one business day before a distribution record date until that distribution record date will not be entitled to receive the applicable distribution in respect of those Units. Income and/or capital gains of a Mackenzie ETF may be distributed to a Unitholder as part of the price paid to the Unitholder on the exchange or redemption of Units.

Management fee distributions, if any, will be paid first out of the net income and net realized capital gains of a Mackenzie ETF and then out of capital.

The tax treatment to Unitholders of distributions is discussed under the heading “**Income Tax Considerations**”.

## **Reinvestment Plan**

The Manager has implemented a Reinvestment Plan for the Mackenzie ETFs under which cash distributions are used to purchase Plan Units in the market, which are then credited to the Plan Participant through CDS. A Unitholder who wishes to enrol in the Reinvestment Plan as of a particular distribution record date should notify his, her or its CDS Participant sufficiently in advance of that distribution record date to allow the CDS Participant to notify CDS no later than 3:00 p.m. (Toronto time) on that distribution record date.

### ***Fractional Units***

No fractional Plan Units are delivered under the Reinvestment Plan. Payment in cash for any remaining uninvested funds may be made in lieu of delivering fractional Plan Units by the Plan Agent to CDS or a CDS Participant, on a monthly basis. Where applicable, CDS will, in turn, credit the Plan Participant, via the applicable CDS Participant.

### ***Amendments, Suspension or Termination of the Reinvestment Plan***

Plan Participants are able to terminate their participation in the Reinvestment Plan as of a particular distribution record date by notifying their CDS Participant no later than 4:00 p.m. (Toronto time) at least two business days prior to the applicable distribution record date. Beginning on the first distribution payment date after such notice is delivered, distributions to such Unitholders will be in cash. The form of termination notice is available from CDS Participants and any expenses associated with the preparation and delivery of such termination notice is for the account of the Plan Participant exercising his, her or its right to terminate participation in the Reinvestment Plan.

The Manager is permitted to terminate the Reinvestment Plan, in its sole discretion, upon not less than 30 days' notice to the Plan Participants and the Plan Agent, subject to any required regulatory approval. The Manager is also permitted to amend, modify or suspend the Reinvestment Plan at any time, in its sole discretion, provided that it complies with certain requirements, and gives notice of such amendment, modification or suspension to the Plan Participants and the Plan Agent, subject to any required regulatory approval, which notice may be given by issuing a press release containing a summary description of the amendment or in any other manner that the Manager determines to be appropriate.

The Manager may from time to time adopt rules and regulations to facilitate the administration of the Reinvestment Plan. The Manager reserves the right to regulate and interpret the Reinvestment Plan as it deems necessary or desirable to ensure the efficient and equitable operation of the Reinvestment Plan.

### ***Other Provisions***

Participation in the Reinvestment Plan is restricted to Unitholders who are residents of Canada for the purposes of the Tax Act or "Canadian partnerships" as defined in the Tax Act. Immediately upon becoming a non-resident of Canada or ceasing to be a Canadian partnership, a Plan Participant is required to notify his, her or its CDS Participant and terminate participation in the Reinvestment Plan.

The automatic reinvestment of distributions under the Reinvestment Plan does not relieve Plan Participants of any income tax applicable to the distributions. See "**Income Tax Considerations**".

## **PURCHASES OF UNITS**

### **Continuous Distribution**

Units of the Mackenzie ETFs are being offered on a continuous basis and there is no maximum number of Units that may be issued.

## **Initial Investment in the New Mackenzie ETFs**

In compliance with NI 81-102, each New Mackenzie ETF will not issue Units to the public until subscriptions aggregating not less than \$500,000 have been received by such New Mackenzie ETF from Unitholders other than persons or companies related to the Manager or its affiliates and have been accepted by the New Mackenzie ETF.

## **Designated Broker**

The Manager, on behalf of each Mackenzie ETF, has entered into a designated broker agreement with a Designated Broker pursuant to which the Designated Broker has agreed to perform certain duties relating to one or more of the Mackenzie ETFs including, without limitation, (i) to subscribe for a sufficient number of Units to satisfy the TSX's and NEO Exchange's original listing requirements; (ii) to subscribe for Units in connection with any rebalancing event or other action as described under "**Investment Strategies – Rebalancing Events**" and "**Investment Strategies – Actions Affecting Constituent Issuers**" and when cash redemptions of Units occur as described under "**Redemption of Units**"; and (iii) to post a liquid two-way market for the trading of Units on the TSX or the NEO Exchange, as the case may be.

In accordance with the designated broker agreement, the Manager may from time to time require the Designated Broker to subscribe for Units of a Mackenzie ETF for cash.

## **Issuance of Units**

### ***To Designated Brokers and Dealers***

Generally, all orders to purchase Units directly from a Mackenzie ETF must be placed by a Designated Broker or a Dealer. Each Mackenzie ETF reserves the absolute right to reject any subscription order placed by a Designated Broker or a Dealer. No fees will be payable by a Mackenzie ETF to a Designated Broker or a Dealer in connection with the issuance of Units. On the issuance of Units, an amount may be charged to a Designated Broker or a Dealer to offset the expenses incurred in issuing the Units.

After the initial issuance of Units of a Mackenzie ETF to the Designated Broker(s) to satisfy the TSX's and the NEO Exchange's original listing requirements, on any Trading Day, a Dealer (who may also be a Designated Broker) may place a subscription order for a Prescribed Number of Units (and any additional multiple thereof) of a Mackenzie ETF. Except as set out below, if a subscription order is received by the Mackenzie ETF by the applicable Cut-Off Time on a Trading Day, the Mackenzie ETF will issue to the Dealer a Prescribed Number of Units (and any additional multiple thereof) based on the NAV per Unit determined on the applicable Trading Day. In the case of Mackenzie Maximum Diversification Developed Europe Index ETF, Mackenzie Maximum Diversification All World Developed Index ETF, Mackenzie Maximum Diversification Emerging Markets Index ETF, Mackenzie Maximum Diversification All World Developed ex North America Index ETF, Mackenzie China A-Shares CSI 300 Index ETF, Mackenzie International Equity Index ETF, Mackenzie International Equity Index ETF (CAD-Hedged), Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged), Mackenzie Emerging Markets Local Currency Bond Index ETF, Mackenzie Core Plus Global Fixed Income ETF, Mackenzie Global High Yield Fixed Income ETF, Mackenzie Unconstrained Bond ETF, and Mackenzie Ivy Global Equity ETF, subject to the discretion of the Manager: (i) any subscription order received by the applicable Cut-Off Time will be deemed to be received on the next Trading Day and will be based on the NAV per Unit determined on such next Trading Day; and (ii) any subscription order received after the applicable Cut-Off Time on a Trading Day but before the Cut-Off Time on the next Trading Day will be deemed to be received on the Trading Day following the next Trading Day and will be based on the NAV per Unit determined on such following Trading Day. In the case of Mackenzie Maximum Diversification Canada Index ETF, Mackenzie Maximum Diversification US Index ETF, Mackenzie Canadian Large Cap Equity Index ETF, Mackenzie Canadian Equity Index ETF, Mackenzie US Large Cap Equity Index ETF, Mackenzie US Large Cap Equity Index ETF (CAD-Hedged), Mackenzie Canadian Aggregate Bond Index ETF, Mackenzie Canadian Short-Term Bond Index ETF, Mackenzie Canadian All Corporate Bond Index ETF, Mackenzie US TIPS Index ETF (CAD-Hedged), Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged), Mackenzie US High Yield Bond Index ETF (CAD-Hedged), Mackenzie Canadian Short Term Fixed Income ETF, Mackenzie Core Plus Canadian Fixed Income ETF, Mackenzie Floating Rate Income ETF, Mackenzie Leadership Impact ETF and Mackenzie Portfolio Completion ETF, if a

subscription order is not received by the applicable Cut-Off Time on a Trading Day, subject to the discretion of the Manager, the subscription order will be deemed to be received only on the next Trading Day.

For each Prescribed Number of Units issued, a Dealer must deliver payment consisting of, depending on the terms of the agreement with the Dealer or in the Manager's discretion: (i) one Basket of Securities and cash in an amount sufficient so that the value of the securities and the cash received is equal to the aggregate NAV per Unit of the Prescribed Number of Units next determined following the receipt of the subscription order; (ii) cash in an amount equal to the aggregate NAV per Unit of the Prescribed Number of Units next determined following the receipt of the subscription order; or (iii) a combination of securities and cash, as determined by the Manager, in an amount sufficient so that the value of the securities and cash received is equal to the aggregate NAV per Unit of the Prescribed Number of Units next determined following the receipt of the subscription order.

The Manager will make available to the applicable Designated Broker and Dealers information as to the Prescribed Number of Units and any Basket of Securities for each Mackenzie ETF for each Trading Day. The Manager may, in its discretion, increase or decrease the Prescribed Number of Units from time to time.

#### ***To Designated Brokers in Special Circumstances***

Units may also be issued by a Mackenzie ETF to its Designated Broker in certain special circumstances, including when the Manager has determined that a Mackenzie Index ETF should acquire Constituent Securities or other securities in connection with a rebalancing event as described under “**Investment Strategies – Rebalancing Events**”; and when cash redemptions of Units occur as described under “**Redemption of Units – Redemption of Units in any Number for Cash**”.

#### ***To Unitholders***

Units may be issued by a Mackenzie ETF to Unitholders on the automatic reinvestment of certain distributions as described under “**Distribution Policy - Distributions**”, and “**Income Tax Considerations – Taxation of the Mackenzie ETFs**”.

#### **Buying and Selling Units**

The Units of the Mackenzie TSX ETFs are listed on the TSX and a Unitholder may buy or sell Units of the Mackenzie TSX ETFs on the TSX or another exchange or marketplace through registered brokers and dealers in the province or territory where the Unitholder resides.

The Manager, on behalf of the New Mackenzie ETFs, has applied to list the Units of the New Mackenzie ETFs on the TSX. The TSX has conditionally approved the listing of the Units of the New Mackenzie ETFs and subject to satisfying the TSX's original listing requirements, the Units of the New Mackenzie ETFs will be listed on the TSX and a Unitholder will be able to buy or sell Units of the New Mackenzie ETFs on the TSX or another exchange or marketplace through registered brokers and dealers in the province or territory where the Unitholder resides.

The Units of the Mackenzie NEO ETFs are listed on the NEO Exchange and a Unitholder may buy or sell Units of the Mackenzie NEO ETFs on the NEO Exchange or another exchange or marketplace through registered brokers and dealers in the province or territory where the Unitholder resides.

Unitholders may incur customary brokerage commissions in buying or selling Units. No fees are paid by a Unitholder to the Manager or the Mackenzie ETFs in connection with the buying or selling of Units on the TSX or the NEO Exchange, as the case may be, or on another exchange or marketplace. Unitholders may trade Units in the same way as other securities listed on the TSX or the NEO Exchange, as applicable, including by using market orders and limit orders.

#### **Special Considerations for Unitholders**

The provisions of the so-called “early warning” reporting requirements in Canadian securities legislation do not apply if a person or company acquires 10% or more of the Units of a Mackenzie ETF. The Mackenzie ETFs have obtained

exemptive relief to permit Unitholders to acquire more than 20% of the Units of any Mackenzie ETF without regard to the takeover bid requirements of applicable Canadian securities legislation. In addition, the Mackenzie ETFs have obtained relief to permit a Mackenzie ETF to borrow cash in an amount not exceeding 5% of the net assets of the Mackenzie ETF for a period not longer than 45 days and, if required by the lender, to provide a security interest over any of its portfolio assets as a temporary measure to fund the portion of any distribution payable to Unitholders that represents amounts that have not yet been received by the Mackenzie ETF.

In the opinion of the Manager, Units of the Mackenzie Index ETFs are index participation units within the meaning of NI 81-102. A mutual fund wishing to invest in Units of a Mackenzie Index ETF should make its own assessment of its ability to do so after careful consideration of the relevant provisions of NI 81-102.

Each Mackenzie ETF that invests a portion of its portfolio assets in T+3 Securities has obtained exemptive relief from the securities regulatory authorities to permit such Mackenzie ETF to settle primary market trades in Units of the Mackenzie ETF no later than the third business day after the date upon which pricing for the Units is determined. This settlement cycle differs from the standard settlement cycle for secondary market trades in the Units of the Mackenzie ETF, which usually occurs no later than the second business day after the date upon which pricing for the Units is determined.

### **Non-Resident Unitholders**

At no time may (i) non-residents of Canada, (ii) partnerships that are not Canadian partnerships or (iii) a combination of non-residents of Canada and such partnerships (all as defined in the Tax Act) be the beneficial owners of a majority of the Units of a Mackenzie ETF at any time during which more than 10% of the property of the Mackenzie ETF consists of certain “taxable Canadian property” (as defined in the Tax Act). The Manager shall inform the Registrar and Transfer Agent of this restriction. The Manager may require declarations as to the jurisdictions in which a beneficial owner of Units is resident and, if a partnership, its status as a Canadian partnership. If the Manager becomes aware, as a result of requiring such declarations as to beneficial ownership or otherwise, that the beneficial owners of 40% of the Units of a Mackenzie ETF then outstanding are, or may be, non-residents and/or partnerships that are not Canadian partnerships, or that such a situation is imminent, the Manager may make a public announcement thereof. If the Manager determines that more than 40% of such Units are beneficially held by non-residents and/or partnerships that are not Canadian partnerships, the Manager may send a notice to such non-resident Unitholders and partnerships, chosen in inverse order to the order of acquisition or in such manner as the Manager may consider equitable and practicable, requiring them to sell their Units or a portion thereof within a specified period of not less than 30 days. If the Unitholders receiving such notice have not sold the specified number of Units or provided the Manager with satisfactory evidence that they are not non-residents or partnerships other than Canadian partnerships within such period, the Manager may, on behalf of such Unitholders, sell such Units and, in the interim, shall suspend the voting and distribution rights attached to such Units. Upon such sale, the affected holders shall cease to be beneficial holders of Units and their rights shall be limited to receiving the net proceeds of sale of such Units.

Notwithstanding the foregoing, the Manager may determine not to take any of the actions described above if the Manager reasonably determines that the failure to take any such action would not adversely impact the status of the Mackenzie ETF as a mutual fund trust for purposes of the Tax Act or, alternatively, may take such other action or actions as may be necessary to maintain the status of the Mackenzie ETF as a mutual fund trust for purposes of the Tax Act. Such action may include, without limitation, causing the Mackenzie ETF to redeem the Units of that Unitholder for a redemption price equal to their NAV per Unit on the redemption date.

### **Registration and Transfer through CDS**

Registration of interests in, and transfers of, the Units will be made only through the book-entry only system of CDS. Units must be purchased, transferred and surrendered for exchange or redemption only through a CDS Participant. All rights of an owner of Units must be exercised through, and all payments or other property to which such owner is entitled will be made or delivered by, CDS or the CDS Participant through which the owner holds such Units. Upon purchase of any Units, the owner will receive only the customary confirmation. All distributions and redemption proceeds in respect of Units will be made or paid initially to CDS, which payments will be forwarded by CDS to the CDS Participants and, thereafter, by such CDS Participants to the applicable Unitholders. References in this

prospectus to a holder of Units means, unless the context otherwise requires, the owner of the beneficial interest in such Units.

Neither the Mackenzie ETFs nor the Manager will have any liability for (i) any aspect of the records maintained by CDS relating to the beneficial interests in the Units or the book-entry accounts maintained by CDS; (ii) maintaining, supervising or reviewing any records relating to such beneficial ownership interests; or (iii) any advice or representation made or given by CDS, whether contained in this prospectus or otherwise, or made or given with respect to the rules and regulations of CDS or any action taken by CDS or at the direction of the CDS Participants. The rules governing CDS provide that it acts as the agent and depository for the CDS Participants. As a result, CDS Participants must look solely to CDS and persons, other than CDS Participants, having an interest in the Units must look solely to CDS Participants for payment made by the Mackenzie ETFs to CDS.

The ability of a beneficial owner of Units to pledge such Units or otherwise take action with respect to such owner's interest in such Units (other than through a CDS Participant) may be limited due to the lack of a physical certificate.

The Mackenzie ETFs have the option to terminate registration of the Units through the book-entry only system, in which case certificates for Units in fully registered form will be issued to beneficial owners of such Units or to their nominees.

## **REDEMPTION OF UNITS**

### **Redemption of Units in any Number for Cash**

On any Trading Day, Unitholders may redeem Units of any Mackenzie ETF in any number for cash at a redemption price per Unit equal to 95% of the closing price for the Units on the TSX or the NEO Exchange, as the case may be, on the effective day of the redemption, subject to a maximum redemption price of the applicable NAV per Unit. Because Unitholders will generally be able to sell Units at the market price on the TSX or the NEO Exchange, as applicable, or on another exchange or marketplace through a registered broker or dealer subject only to customary brokerage commissions, Unitholders are advised to consult their brokers, dealers or investment advisers before redeeming their Units for cash.

For such a cash redemption to be effective on a Trading Day, a cash redemption request in the form prescribed by the Manager from time to time must be delivered through a CDS Participant by 9:00 a.m. (Toronto time) on that day to the applicable Mackenzie ETF at its head office or as the Manager may otherwise direct. If a cash redemption request is received after 9:00 a.m. (Toronto time) on a Trading Day, the cash redemption request will be effective only on the next Trading Day. Payment of the redemption price will be made (i) no later than the third business day after the effective day of the redemption, in the case of a Mackenzie ETF that invests a portion of its portfolio assets in T+3 Securities, (ii) by no later than the second business day after the effective day of the redemption, in the case of a Mackenzie ETF that does not invest a portion of its portfolio assets in T+3 Securities, or (iii) in each case, such shorter period than (i) or (ii), as may be determined by the Manager in response to changes in applicable law or general changes to settlement procedures in applicable markets. The cash redemption request forms may be obtained from the Manager.

Units of each Mackenzie ETF trade on an ex-dividend basis at the opening of trading on the date that is one business day prior to the record date for the applicable distribution. A Unitholder that exercises this cash redemption right in respect of Units during the period that is one business day before a distribution record date until that distribution record date will not be entitled to receive the applicable distribution in respect of those Units.

In connection with the redemption of Units, a Mackenzie ETF will generally dispose of securities or other assets in order to fund the required redemption proceeds. The redemption price paid to a Unitholder may include income and/or capital gains realized by the Mackenzie ETF. The remaining portion of the exchange or redemption price will be proceeds of redemption.



The Manager reserves the right to cause a Mackenzie ETF to redeem the Units held by a Unitholder at a price equal to the NAV per Unit on the effective date of such redemption if the Manager believes it is in the best interests of the Mackenzie ETF to do so.

### **Exchange of Prescribed Number of Units**

On any Trading Day, Unitholders may exchange a minimum of a Prescribed Number of Units (and any additional multiple thereof) for cash or, with the consent of the Manager, Baskets of Securities and cash. To effect an exchange of Units, a Unitholder must submit an exchange request in the form prescribed by the Manager from time to time to the applicable Mackenzie ETF at its head office or as the Manager may otherwise direct by the applicable Cut-Off Time on a Trading Day. The exchange price will be equal to the aggregate NAV per Unit of the Prescribed Number of Units on the effective day of the exchange request, payable by delivery of cash or, with the consent of the Manager, Baskets of Securities (constituted prior to the receipt of the exchange request) and cash. On an exchange, the Manager may, in its discretion, require the Unitholder to pay or reimburse the applicable Mackenzie ETF for the trading expenses incurred or expected to be incurred by the Mackenzie ETF in connection with the sale by such Mackenzie ETF of securities in order to obtain the necessary cash to fund the exchange price. On an exchange, the applicable Units will be redeemed.

In the case of Mackenzie Maximum Diversification Developed Europe Index ETF, Mackenzie Maximum Diversification All World Developed Index ETF, Mackenzie Maximum Diversification Emerging Markets Index ETF, Mackenzie Maximum Diversification All World Developed ex North America Index ETF, Mackenzie China A-Share CSI 300 Index ETF, Mackenzie International Equity Index ETF, Mackenzie International Equity Index ETF (CAD-Hedged), Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged), Mackenzie Emerging Markets Local Currency Bond Index ETF, Mackenzie Core Plus Global Fixed Income ETF, Mackenzie Global High Yield Fixed Income ETF, Mackenzie Unconstrained Bond ETF and Mackenzie Ivy Global Equity ETF, subject to the discretion of the Manager, (i) any exchange request received by the applicable Cut-Off Time will be deemed to be received on the next Trading Day and will be based on the NAV per Unit determined on such next Trading Day; and (ii) any exchange request received after the applicable Cut-Off Time on a Trading Day but before the Cut-Off Time on the next Trading Day will be deemed to be received on the Trading Day following the next Trading Day and will be based on the NAV per Unit determined on such following Trading Day. In the case of Mackenzie Maximum Diversification Canada Index ETF, Mackenzie Maximum Diversification US Index ETF, Mackenzie Canadian Large Cap Equity Index ETF, Mackenzie Canadian Equity Index ETF, Mackenzie US Large Cap Equity Index ETF, Mackenzie US Large Cap Equity Index ETF (CAD-Hedged), Mackenzie Canadian Aggregate Bond Index ETF, Mackenzie Canadian Short-Term Bond Index ETF, Mackenzie Canadian All Corporate Bond Index ETF, Mackenzie US TIPS Index ETF (CAD-Hedged), Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged), Mackenzie US High Yield Bond Index ETF (CAD-Hedged), Mackenzie Canadian Short Term Fixed Income ETF, Mackenzie Core Plus Canadian Fixed Income ETF, Mackenzie Floating Rate Income ETF, Mackenzie Global Leadership Impact ETF and Mackenzie Portfolio Completion ETF, if an exchange request is not received by the applicable Cut-Off Time on a Trading Day, subject to the discretion of the Manager, the exchange request will be deemed to be received only on the next Trading Day. Settlement of exchanges for cash or Baskets of Securities and cash, as the case may be, will be made by no later than the second Trading Day after the effective day of the exchange request.

The Manager will make available to the applicable Designated Broker and Dealers information as to the Prescribed Number of Units and any Basket of Securities for each Mackenzie ETF for each Trading Day. The Manager may, in its discretion, increase or decrease the Prescribed Number of Units from time to time.

As of the date of this prospectus, the settlement for most trades in securities will be made (i) by no later than the third business day after the effective day of the exchange request, in the case of a Mackenzie ETF that invests a portion of its portfolio assets in T+3 Securities, (ii) by no later than the second business day after the effective day of the exchange request, in the case of a Mackenzie ETF that does not invest a portion of its portfolio assets in T+3 Securities, or (iii) in such shorter period as may be determined by the Manager in response to changes in applicable law or general changes to settlement procedures in applicable markets.

Units of each Mackenzie ETF trade on an ex-dividend basis at the opening of trading on the date that is one business day prior to the record date for the applicable distribution. A Unitholder that exchanges or redeems Units during the

period commencing on and including the business day that is one business day prior to the distribution record date until that distribution record date will not be entitled to receive the applicable distribution in respect of those Units.

If securities held in the portfolio of a Mackenzie ETF are cease traded at any time by order of a securities regulatory authority or other relevant regulator or stock exchange, the delivery of such securities to a Unitholder on an exchange may be postponed until such time as the transfer of the securities is permitted by law.

### **Characterization of Redemption or Exchange Amount**

The exchange or redemption price paid to a Unitholder may include income and/or capital gains realized by the Mackenzie ETF. The remaining portion of the exchange or redemption price will be proceeds of disposition.

### **Suspension of Exchanges and Redemptions**

The Manager may suspend the exchange and/or redemption of Units or the payment of the exchange or redemption price of a Mackenzie ETF (i) during any period when normal trading is suspended on a stock exchange or other market on which securities owned by the Mackenzie ETF are listed and traded, if these securities represent more than 50% by value or underlying market exposure of the total assets of the Mackenzie ETF, without allowance for liabilities, and if these securities are not traded on any other exchange that represents a reasonably practical alternative for the Mackenzie ETF; or (ii) with the prior permission of the securities regulatory authorities. The suspension shall apply to all requests for exchange or redemption received prior to the suspension but as to which payment has not been made, as well as to all requests received while the suspension is in effect. All Unitholders making such requests shall be advised by the Manager of the suspension and that the exchange or redemption will be effected at a price determined on the first Valuation Date following the termination of the suspension. All such Unitholders shall have, and shall be advised that they have, the right to withdraw their requests for exchange or redemption. The suspension shall terminate in any event on the first day on which the condition giving rise to the suspension has ceased to exist, provided that no other condition under which a suspension is authorized then exists. To the extent not inconsistent with the official rules and regulations promulgated by any government body having jurisdiction over the Mackenzie ETFs, any declaration of suspension made by the Manager shall be conclusive.

### **Exchange and Redemption of Units through CDS Participants**

The exchange and redemption rights described above must be exercised through the CDS Participant through which the owner holds Units. Beneficial owners of Units should ensure that they provide exchange and/or redemption instructions to the CDS Participants through which they hold Units sufficiently in advance of the cut-off times set by CDS Participants to allow such CDS Participants to notify the Manager or as the Manager may direct prior to the relevant cut-off time.

### **Short-Term Trading**

The Manager does not believe that it is necessary to impose any short-term trading restrictions on the Mackenzie ETFs at this time, as the Mackenzie ETFs are exchange-traded funds that are primarily traded in the secondary market.

## **PRICE RANGE AND TRADING VOLUME OF UNITS**

The following tables set forth the market price range and trading volume of the Units of the Mackenzie ETFs on the TSX or the NEO Exchange, as applicable, for the calendar periods indicated. The greatest volume of trading of the Mackenzie TSX ETFs generally occurs on the TSX and the greatest volume of trading of the Mackenzie NEO ETFs generally occurs on the NEO Exchange. This information is not yet available for the Units of the New Mackenzie ETFs.

**Mackenzie Index ETFs****Mackenzie Maximum Diversification Canada Index ETF**

	<u>Price Range</u>			
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>	
June	\$23.36	\$22.84	41,523	
July	\$23.47	\$22.83	62,358	
August	\$23.15	\$22.56	26,063	
September	\$22.53	\$22.16	54,864	
October	\$22.23	\$20.52	74,361	
November	\$21.52	\$20.81	41,935	
December	\$21.63	\$20.15	43,289	
<u>2019</u>				
January	\$22.20	\$20.32	39,457	
February	\$22.90	\$22.08	98,953	
March	\$23.24	\$22.79	65,825	
April	\$23.71	\$23.20	145,980	
May	\$23.65	\$23.19	32,636	

**Mackenzie Maximum Diversification US Index ETF**

	<u>Price Range</u>			
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>	
June	\$27.00	\$25.31	140,786	
July	\$27.20	\$26.21	124,262	
August	\$27.58	\$26.17	87,573	
September	\$27.78	\$26.85	89,172	
October	\$27.03	\$24.69	291,547	
November	\$26.49	\$24.98	154,647	
December	\$26.32	\$23.04	110,955	
<u>2019</u>				
January	\$25.29	\$23.67	114,626	
February	\$26.19	\$25.03	96,808	
March	\$26.71	\$25.80	79,120	
April	\$27.47	\$26.66	56,429	
May	\$27.64	\$26.25	113,008	

**Mackenzie Maximum Diversification Developed Europe Index ETF**

	<u>Price Range</u>			
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>	
June	\$24.02	\$22.975	153,112	
July	\$23.65	\$22.79	81,925	
August	\$23.37	\$22.35	54,156	
September	\$23.14	\$22.51	68,161	
October	\$22.45	\$20.69	177,052	
November	\$21.95	\$21.01	102,036	
December	\$21.55	\$20.31	505,311	
<u>2019</u>				
January	\$21.62	\$20.27	479,801	
February	\$22.22	\$21.30	113,737	
March	\$22.98	\$22.22	401,345	
April	\$23.18	\$22.69	1,892,806	
May	\$23.25	\$21.94	46,789	

**Mackenzie Maximum Diversification All World Developed Index ETF**

	<u>Price Range</u>			
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>	
June	\$25.00	\$23.85	81,652	
July	\$24.83	\$24.11	119,385	
August	\$24.70	\$24.05	99,924	
September	\$24.81	\$24.12	169,859	
October	\$24.17	\$22.10	101,431	
November	\$23.63	\$22.38	65,675	
December	\$23.56	\$21.05	85,302	
<u>2019</u>				
January	\$23.08	\$21.53	79,066	
February	\$23.70	\$22.76	55,378	
March	\$24.16	\$23.33	83,546	
April	\$24.64	\$24.06	48,987	
May	\$24.62	\$23.51	128,118	

**Mackenzie Maximum Diversification Emerging Markets Index ETF**

	<u>Price Range</u>			
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>	
June	\$25.80	\$23.95	68,431	
July	\$24.83	\$23.72	291,644	
August	\$24.75	\$23.34	708,268	
September	\$24.22	\$23.06	305,711	
October	\$23.19	\$20.95	322,409	
November	\$23.28	\$21.75	546,460	

**Mackenzie Maximum Diversification All World Developed ex North America Index ETF**

	<u>Price Range</u>			
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>	
June	\$23.87	\$22.85	249,587	
July	\$23.27	\$22.35	191,316	
August	\$23.03	\$22.03	174,521	
September	\$22.77	\$21.97	189,109	
October	\$22.15	\$20.07	231,701	
November	\$21.36	\$20.47	241,473	

**Mackenzie Maximum Diversification Emerging Markets Index ETF**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
December	\$23.45	\$22.19	410,808
<b>2019</b>			
January	\$23.54	\$22.43	433,120
February	\$23.87	\$23.16	228,724
March	\$24.46	\$23.43	185,936
April	\$24.44	\$23.92	194,788
May	\$24.29	\$22.46	823,359

**Mackenzie China A-Shares CSI 300 Index ETF**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
June	\$90.48	\$81.20	400
July	\$82.05	\$78.21	N/A
August	\$75.66	\$73.83	100
September	\$76.74	\$72.64	100
October	\$75.55	\$66.92	500
November	\$73.73	\$71.39	100
December	\$74.33	\$71.86	100
<b>2019</b>			
January	\$73.67	\$73.67	100
February	\$86.69	\$73.91	900
March	\$89.77	\$84.89	200
April	\$95.40	\$90.61	1,300
May	\$90.91	\$81.32	500

**Mackenzie Canadian Equity Index ETF**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
June	\$100.69	\$98.83	7,275
July	\$101.46	\$99.60	20,820
August	\$101.24	\$98.98	12,950
September	\$99.82	\$98.54	12,921
October	\$98.54	\$91.87	1,788
November	\$94.31	\$91.87	6,248
December	\$93.42	\$84.65	33,170
<b>2019</b>			
January	\$94.96	\$86.58	43,892
February	\$98.35	\$95.14	3,377
March	\$99.01	\$97.85	3,708
April	\$101.47	\$98.65	25,572
May	\$100.33	\$98.00	6,460

**Mackenzie Maximum Diversification All World Developed ex North America Index ETF**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
December	\$21.25	\$19.59	192,523
<b>2019</b>			
January	\$21.16	\$19.98	140,696
February	\$21.65	\$20.84	151,585
March	\$22.15	\$21.50	77,192
April	\$22.35	\$21.86	78,076
May	\$22.35	\$21.18	167,223

**Mackenzie Canadian Large Cap Equity Index ETF**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
June	100.68	\$99.31	7,310
July	101.53	\$99.62	14,470
August	101.49	\$100.71	14,950
September	100.08	\$98.69	13,027
October	98.74	\$92.21	6,523
November	94.7	\$93.40	858
December	95.08	\$86.00	10,123
<b>2019</b>			
January	96.13	\$89.16	3,946
February	99.51	\$96.49	2,911
March	100.42	\$98.84	8,295
April	103.53	\$100.09	455,790
May	103.07	\$99.77	56,522

**Mackenzie US Large Cap Equity Index ETF**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
June	\$105.75	\$101.88	5,671
July	\$106.8	\$102.43	21,800
August	\$108.98	\$104.69	32,960
September	\$109.79	\$107.61	33,065
October	\$108.04	\$98.00	47,475
November	\$105.44	\$100.19	17,350
December	\$103.85	\$92.10	38,805
<b>2019</b>			
January	\$101.43	\$94.42	24,456
February	\$106.26	\$101.95	23,750
March	\$108.95	\$105.11	321,077
April	\$113.78	\$109.36	11,612
May	\$113.48	\$107.17	18,989

**Mackenzie US Large Cap Equity Index ETF (CAD-Hedged)**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
June	\$98.58	\$95.66	300
July	\$99.44	\$99.44	2,500
August	\$102.29	\$98.91	3,048
September	\$103.74	\$101.46	8,241
October	\$103.04	\$91.44	24,344
November	\$98.84	\$93.06	14,413
December	\$95.18	\$83.19	30,307
<b>2019</b>			
January	\$92.38	\$85.68	16,487
February	\$98.29	\$94.04	890
March	\$99.22	\$95.34	9,537
April	\$101.11	\$100.8	200
May	\$103.62	\$98.99	5,190

**Mackenzie International Equity Index ETF**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
June	\$98.69	\$96.57	2
July	\$97.81	\$97.48	N/A
August	\$97.42	\$94.69	100
September	\$97.37	\$95.24	628
October	\$94.20	\$88.35	499
November	\$91.63	\$88.97	458
December	\$90.31	\$84.73	13,629
<b>2019</b>			
January	\$89.77	\$85.28	1,650
February	\$92.47	\$89.39	1,826
March	\$94.74	\$92.18	3,700
April	\$97.30	\$94.97	869
May	\$97.49	\$93.22	2,946

**Mackenzie International Equity Index ETF (CAD-Hedged)**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
June	\$96.37	\$96.37	104
July	\$97.46	\$97.03	100
August	\$97.56	\$97.56	N/A
September	\$95.88	\$94.58	130
October	\$96.45	\$91.73	113
November	\$91.75	\$90.45	N/A
December	\$89.02	\$85.42	165
<b>2019</b>			
January	\$88.32	\$85.71	200
February	\$93.00	\$93.00	72
March	\$92.29	\$92.08	410
April	\$95.99	\$95.84	16
May	\$97.08	\$97.08	7

**Mackenzie Canadian Aggregate Bond Index ETF**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
June	\$100.61	\$99.50	4,200
July	\$100.58	\$99.19	6,440
August	\$99.80	\$98.93	7,010
September	\$99.81	\$98.25	3,190
October	\$98.29	\$97.66	1,560
November	\$98.57	\$97.81	2,700
December	\$100.1	\$98.85	86,487
<b>2019</b>			
January	\$100.54	\$99.47	18,176
February	\$100.85	\$100.15	2,055
March	\$102.94	\$100.70	14,035
April	\$102.48	\$101.57	2,912
May	\$103.76	\$101.98	9,350

**Mackenzie Canadian Short-Term Bond Index ETF**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
June	N/A	N/A	N/A
July	N/A	N/A	N/A
August	\$99.54	\$99.46	15,600
September	\$99.35	\$99.35	N/A
October	N/A	N/A	80
November	\$99.01	\$98.94	105

**Mackenzie Canadian All Corporate Bond Index ETF**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
June	\$99.90	\$98.98	4,100
July	\$99.78	\$98.64	4,000
August	\$99.22	\$98.56	17,300
September	\$99.53	\$97.64	9,200
October	\$97.98	\$97.31	4,200
November	\$97.79	\$97.17	21,500

**Mackenzie Canadian Short-Term Bond Index ETF**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
<b>December</b>	N/A	N/A	N/A
<b>2019</b>			
<b>January</b>	\$100.19	\$99.94	1,099
<b>February</b>	\$100.35	\$100.35	N/A
<b>March</b>	\$100.90	\$100.73	8,450
<b>April</b>	\$101.34	\$101.10	2,201
<b>May</b>	\$101.41	\$101.14	2,210

**Mackenzie Canadian All Corporate Bond Index ETF**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
<b>December</b>	\$98.53	\$97.82	14,100
<b>2019</b>			
<b>January</b>	\$99.17	\$98.09	3,700
<b>February</b>	\$99.78	\$99.44	2,100
<b>March</b>	\$101.59	\$100.59	1,700
<b>April</b>	\$101.77	\$100.61	1,900
<b>May</b>	N/A	N/A	N/A

**Mackenzie US TIPS Index ETF (CAD-Hedged)**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
<b>June</b>	\$98.28	\$98.02	4,300
<b>July</b>	\$99.04	\$97.76	35,900
<b>August</b>	\$98.58	\$97.66	8,300
<b>September</b>	\$98.02	\$96.52	4,400
<b>October</b>	\$96.80	\$94.97	4,600
<b>November</b>	\$95.49	\$94.43	4,600
<b>December</b>	\$95.92	\$95.04	8,800
<b>2019</b>			
<b>January</b>	\$96.67	\$95.39	400
<b>February</b>	\$96.73	\$96.03	18,400
<b>March</b>	\$98.05	\$96.06	51,200
<b>April</b>	\$98.19	\$97.11	16,600
<b>May</b>	\$99.57	\$97.04	10,600

**Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged)**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
<b>June</b>	\$97.88	\$96.51	320
<b>July</b>	\$97.33	\$97.28	610
<b>August</b>	\$97.67	\$97.48	5,550
<b>September</b>	\$97.67	\$97.45	350
<b>October</b>	\$97.45	\$95.95	110
<b>November</b>	\$95.34	\$94.18	52,100
<b>December</b>	\$94.40	\$94.50	2,600
<b>2019</b>			
<b>January</b>	\$94.58	\$94.40	1,840
<b>February</b>	\$96.52	\$95.86	260
<b>March</b>	\$96.24	\$96.24	110
<b>April</b>	\$97.21	\$98.28	50
<b>May</b>	\$96.73	\$98.42	50

**Mackenzie US High Yield Bond Index ETF (CAD-Hedged)**

	<u>Price Range</u>		
	<u>High</u>	<u>Low</u>	<u>Volume</u>
<b>2018</b>			
<b>June</b>	\$97.33	\$96.34	6,800
<b>July</b>	\$97.94	\$96.54	8,880
<b>August</b>	\$98.66	\$97.15	7,840
<b>September</b>	\$97.94	\$97.04	6,910
<b>October</b>	\$98.03	\$94.47	7,090
<b>November</b>	\$96.53	\$93.46	21,500
<b>December</b>	\$95.92	\$92.34	470
<b>2019</b>			
<b>January</b>	\$96.22	\$91.18	3,220
<b>February</b>	\$97.32	\$94.92	1,120
<b>March</b>	\$98.94	\$95.09	28,803
<b>April</b>	\$99.13	\$96.51	7,860
<b>May</b>	\$99.87	\$95.21	70,490

## Mackenzie Active ETFs

### **Mackenzie Canadian Short Term Fixed Income ETF**

	<u>Price Range</u>		
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>
June	\$20.03	\$19.73	8,942
July	\$20.05	\$19.92	16,000
August	\$19.91	\$19.88	4,450
September	\$19.95	\$19.89	8,200
October	\$19.90	\$19.84	13,100
November	\$19.88	\$19.71	6,200
December	\$19.84	\$19.695	27,551
<u>2019</u>			
January	\$19.82	\$19.70	11,197
February	\$19.91	\$19.80	24,827
March	\$20.04	\$19.89	18,284
April	\$20.10	\$19.96	81,026
May	\$20.15	\$20.01	73,374

### **Mackenzie Core Plus Canadian Fixed Income ETF**

	<u>Price Range</u>		
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>
June	\$20.20	\$19.88	211,852
July	\$20.16	\$19.85	133,000
August	\$20.04	\$19.80	102,318
September	\$20.04	\$19.74	108,208
October	\$19.92	\$19.59	75,256
November	\$19.80	\$19.56	234,599
December	\$19.99	\$19.68	122,613
<u>2019</u>			
January	\$20.07	\$19.77	289,972
February	\$20.36	\$19.94	186,447
March	\$20.61	\$20.03	149,317
April	\$20.52	\$20.25	256,318
May	\$21.13	\$20.23	226,870

### **Mackenzie Core Plus Global Fixed Income ETF**

	<u>Price Range</u>		
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>
June	\$19.56	\$19.41	232,875
July	\$19.61	\$19.42	104,023
August	\$19.58	\$19.37	106,006
September	\$19.50	\$19.28	116,903
October	\$19.41	\$19.17	174,247
November	\$19.26	\$18.91	81,414
December	\$19.23	\$18.85	79,570
<u>2019</u>			
January	\$19.19	\$18.89	75,206
February	\$19.40	\$19.05	105,348
March	\$19.42	\$19.13	101,675
April	\$19.40	\$19.25	100,703
May	\$19.45	\$19.19	177,425

### **Mackenzie Floating Rate Income ETF**

	<u>Price Range</u>		
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>
June	\$21.64	\$21.41	881,188
July	\$21.61	\$21.45	863,628
August	\$21.61	\$21.36	1,097,032
September	\$21.56	\$21.45	710,900
October	\$21.56	\$21.32	1,448,419
November	\$21.41	\$21.07	867,716
December	\$21.17	\$20.52	857,868
<u>2019</u>			
January	\$21.05	\$20.54	586,785
February	\$21.10	\$20.85	995,384
March	\$21.08	\$20.85	395,242
April	\$21.21	\$20.85	449,577
May	\$21.17	\$20.99	1,128,348

### **Mackenzie Global High Yield Fixed Income ETF**

	<u>Price Range</u>		
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>
June	\$19.61	\$19.38	26,500
July	\$19.71	\$19.445	30,600
August	\$19.71	\$19.42	8,900
September	\$19.57	\$19.38	6,700
October	\$19.56	\$19.15	5,300
November	\$19.39	\$18.86	7,100

### **Mackenzie Unconstrained Bond ETF**

	<u>Price Range</u>		
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>
June	\$20.84	\$20.70	235,334
July	\$20.84	\$20.64	241,047
August	\$20.78	\$20.64	200,350
September	\$20.73	\$20.55	213,090
October	\$20.67	\$20.44	553,778
November	\$20.63	\$20.23	251,248

**Mackenzie Global High Yield Fixed Income ETF**

	<u>Price Range</u>		
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>
December	\$19.10	\$18.52	9,900
<u>2019</u>			
January	\$19.08	\$18.61	16,000
February	\$19.37	\$18.99	2,200
March	\$19.42	\$19.14	5,300
April	\$19.55	\$19.33	1,800
May	\$19.46	\$19.30	5,400

**Mackenzie Unconstrained Bond ETF**

	<u>Price Range</u>		
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>
December	\$20.42	\$20.03	323,269
<u>2019</u>			
January	\$20.54	\$20.26	456,290
February	\$20.67	\$20.40	766,401
March	\$20.71	\$20.52	851,704
April	\$20.77	\$20.56	409,757
May	\$20.79	\$20.61	1,346,981

**Mackenzie Global Leadership Impact ETF**

	<u>Price Range</u>		
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>
June	\$32.24	\$32.04	4,100
July	\$32.89	\$31.70	36,400
August	\$33.00	\$32.28	12,600
September	\$33.15	\$32.76	-
October	\$32.46	\$30.31	26,400
November	\$31.85	\$30.80	11,500
December	\$31.61	\$28.24	24,000
<u>2019</u>			
January	\$30.67	\$28.88	6,100
February	\$31.90	\$30.98	5,200
March	\$32.74	\$32.22	12,600
April	\$34.00	\$33.08	700
May	\$33.62	\$33.08	7,900

**Mackenzie Ivy Global Equity ETF**

	<u>Price Range</u>		
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>
June	\$21.00	\$20.30	15,775
July	\$21.18	\$20.78	29,340
August	\$21.36	\$21.06	4,661
September	\$21.68	\$21.36	1,403
October	\$21.54	\$20.78	2,823
November	\$22.22	\$21.13	3,374
December	\$22.12	\$20.37	63,619
<u>2019</u>			
January	\$21.00	\$20.20	18,021
February	\$21.75	\$20.90	44,160
March	\$22.36	\$21.64	63,141
April	\$23.49	\$22.25	9,332
May	\$23.01	\$21.88	19,913

**Mackenzie Portfolio Completion ETF**

	<u>Price Range</u>		
<u>2018</u>	<u>High</u>	<u>Low</u>	<u>Volume</u>
June	\$20.42	\$19.92	26,169
July	\$20.17	\$19.87	24,000
August	\$20.12	\$19.79	24,400
September	\$20.12	\$19.83	18,252
October	\$19.64	\$18.50	14,575
November	\$19.15	\$18.65	31,284
December	\$19.00	\$17.81	9,210
<u>2019</u>			
January	\$18.90	\$18.18	14,950
February	\$19.31	\$18.86	57,800
March	\$19.57	\$19.23	12,138
April	\$19.81	\$19.54	14,352
May	\$19.66	\$19.24	123,743



## INCOME TAX CONSIDERATIONS

In the opinion of Borden Ladner Gervais LLP, the following is a summary of the principal Canadian federal income tax considerations under the Tax Act for the Mackenzie ETFs and for a prospective Unitholder in a Mackenzie ETF who, for the purposes of the Tax Act, is an individual (other than a trust), is resident in Canada, holds Units of the Mackenzie ETF either directly as capital property or in a Registered Plan, is not affiliated with the Mackenzie ETF and deals at arm's length with the Mackenzie ETF. This summary is based on the current provisions of the Tax Act and regulations thereunder, all specific proposals to amend the Tax Act that have been publicly announced by the Minister of Finance (Canada) prior to the date of this prospectus and counsel's understanding of the current published administrative policies and assessing practices of the CRA. This summary does not take into account or anticipate any other changes in law whether by legislative, administrative or judicial action and it does not take into account provincial, territorial or foreign income tax legislation or considerations, which may differ from the considerations described below.

This summary is of a general nature only and is not exhaustive of all possible income tax considerations. Prospective investors should therefore consult their own tax advisers about their individual circumstances.

This summary is based on the assumption that each Mackenzie ETF will (i) qualify or be deemed to qualify as a "mutual fund trust" under the Tax Act at all material times; and (ii) not be a "SIFT trust" as defined in section 122.1 of the Tax Act at any time. The Manager has advised counsel that it expects this to be the case and that these assumptions are reasonable.

### Status of the Mackenzie ETFs

The Units of a Mackenzie ETF will be a qualified investment under the Tax Act for Registered Plans at any time that the Mackenzie ETF qualifies or is deemed to qualify as a "mutual fund trust" under the Tax Act or that the Units are listed on a "designated stock exchange" within the meaning of the Tax Act, which includes the TSX and the NEO Exchange. The Units of each Mackenzie TSX ETF are listed on the TSX and units of each Mackenzie NEO ETF are listed on the NEO Exchange. The Manager, on behalf of the New Mackenzie ETFs, has applied to list the Units of the New Mackenzie ETFs on the TSX.

### Taxation of the Mackenzie ETFs

Each Mackenzie ETF is subject to tax under Part I of the Tax Act on its net income, including net taxable capital gains, as calculated under the Tax Act for a taxation year (after deducting available loss carryforwards) to the extent that it is not paid or payable to Unitholders. A Mackenzie ETF that is a mutual fund trust throughout its taxation year is entitled to a refund ("**capital gains refund**") of its tax liability on its net realized capital gains equal to an amount determined by formula under the Tax Act based on the redemption of Units during the year and accrued gains on the Mackenzie ETF's assets. The Declaration of Trust requires each Mackenzie ETF to distribute a sufficient amount of its net income and net realized capital gains, if any, for each taxation year to Unitholders so that the Mackenzie ETF will not be liable in any taxation year for income tax under Part I of the Tax Act after taking into account any entitlement to a capital gains refund.

Each Mackenzie ETF is required to calculate its net income, including net taxable capital gains, for each taxation year according to the rules in the Tax Act. Net income, including net taxable capital gains, is affected by fluctuations in the value of the Canadian dollar relative to foreign currency where amounts of income, expense, cost or proceeds of disposition are denominated in foreign currency. A Mackenzie ETF is generally required to include in the calculation of its income interest as it accrues, dividends when they are received and capital gains and losses when they are realized. Foreign source income received by a Mackenzie ETF is generally received net of any taxes withheld in the foreign jurisdiction. The foreign taxes so withheld are included in the calculation of the Mackenzie ETF's income. Trust income that is paid or becomes payable to a Mackenzie ETF in a calendar year is generally included in income for the taxation year of the Mackenzie ETF that ends in the calendar year. Trust income paid or payable to a Mackenzie ETF by a Canadian-resident trust may have the character of ordinary property income, foreign source income, dividends received from a taxable Canadian corporation or capital gains.

Gains or losses realized by a Mackenzie ETF on the disposition of securities held as capital property constitute capital gains or capital losses. Securities will generally be considered to be held by a Mackenzie ETF as capital property unless the Mackenzie ETF is considered to be trading or dealing in securities, or otherwise carrying on a business of buying and selling securities, or has acquired the securities in a transaction or transactions considered to be an adventure in the nature of trade. The Manager has advised counsel that each Mackenzie ETF purchases securities (other than derivative instruments) with the objective of earning income thereon and takes the position that gains and losses realized on the disposition of these securities are capital gains and capital losses. Generally, a gain or loss from a cash settled option, futures contract, forward contract, total return swap and other derivative instrument is treated on account of income rather than as a capital gain or loss unless the derivative is used by a Mackenzie ETF as a hedge to limit its gain or loss on a specific capital asset or group of capital assets held by the Mackenzie ETF.

A Mackenzie ETF that invests in foreign denominated securities must calculate its adjusted cost base and proceeds of disposition in Canadian dollars based on the conversion rate on the date the securities were purchased and sold, as applicable. Capital gains realized during a taxation year are reduced by capital losses realized during the year. In certain circumstances, a capital loss realized by a Mackenzie ETF may be denied or suspended and, therefore, may not be available to offset capital gains. For example, a capital loss realized by a Mackenzie ETF will be suspended if, during the period that begins 30 days before and ends 30 days after the date on which the capital loss was realized, the Mackenzie ETF (or a person affiliated with the Mackenzie ETF for the purposes of the Tax Act) acquires a property that is the same as or is identical to the particular property on which the loss was realized and owns that property at the end of the period.

A trust is generally subject to a “loss restriction event” for the purposes of the Tax Act each time a person or partnership becomes a “majority-interest beneficiary” of the trust for the purposes of the Tax Act. Generally, a majority-interest means more than 50% of the fair market value of the trust held by the person or partnership and affiliates. However, no person or partnership will be or will become a “majority-interest beneficiary” of a Mackenzie ETF if the Mackenzie ETF qualifies as an “investment fund” under the Tax Act by satisfying certain investment diversification and other conditions. It is expected that each of the Mackenzie ETFs will qualify as an investment fund under the Tax Act. If a Mackenzie ETF experiences a loss restriction event, the taxation year of the Mackenzie ETF will be deemed to end and the Mackenzie ETF will be deemed to realize its capital losses. The Mackenzie ETF may elect to realize capital gains in order to offset its capital losses and non-capital losses, including undeducted losses from prior years. Any undeducted losses will generally expire and may not be deducted by the Mackenzie ETF in future years. The Declaration of Trust provides for the automatic distribution to Unitholders of a sufficient amount of income and capital gains of the Mackenzie ETF for each taxation year (including a taxation year that is deemed to end by virtue of a loss restriction event) so that the Mackenzie ETF will not be liable for ordinary income tax. The Declaration of Trust provides that any such distribution is automatically reinvested in Units of a Mackenzie ETF, and the Units of the Mackenzie ETF are immediately consolidated to the pre-distribution NAV.

A Mackenzie ETF may be subject to section 94.1 of the Tax Act if it holds or has an interest in “offshore investment fund property” within the meaning of the Tax Act. In order for section 94.1 of the Tax Act to apply to a Mackenzie ETF, the value of the interests must reasonably be considered to be derived, directly or indirectly, primarily from portfolio investments of the offshore investment fund property. If applicable, these rules can result in a Mackenzie ETF including an amount in its income based on the cost of its offshore investment fund property multiplied by a prescribed interest rate. These rules would apply in a taxation year to a Mackenzie ETF if it could reasonably be concluded, having regard to all the circumstances, that one of the main reasons for the Mackenzie Fund acquiring, holding or having the investment in the entity that is an offshore investment fund property, was to benefit from the portfolio investments of the entity in such a manner that the taxes on the income, profits and gains therefrom for any particular year were significantly less than the tax that would have been applicable if such income, profits and gains had been earned directly by the Mackenzie ETF. The Manager has advised that none of the reasons for a Mackenzie ETF acquiring an interest in offshore investment fund property may reasonably be considered to be as stated above. As a result, section 94.1 should not apply to a Mackenzie ETF.

## **Taxation of Mackenzie ETFs that invest in Foreign-Domiciled Underlying ETFs**

### ***Section 94.2***

The following discussion assumes that the foreign-domiciled underlying ETFs are trusts for Canadian federal income tax purposes and qualify as “exempt foreign trusts” for purposes of the non-resident trust rules in sections 94 to 94.2 of the Tax Act (the “**Underlying ETFs**”).

If the total fair market value at any time of all fixed interests of a particular class in an Underlying ETF held by a Mackenzie ETF, persons or partnerships not dealing at arm's length with the Mackenzie ETF, or persons or partnerships that acquired their interests in the Underlying ETF in exchange for consideration given to the Underlying ETF by the Mackenzie ETF, is at least 10% of the total fair market value at that time of all fixed interests of the particular class of the Underlying ETF, the Underlying ETF will be a “foreign affiliate” of the Mackenzie ETF and will be deemed by section 94.2 of the Tax Act to be at that time a “controlled foreign affiliate” (“**CFA**”) of the Mackenzie ETF.

If the Underlying ETF is deemed to be a CFA of a Mackenzie ETF at the end of a particular taxation year of the Underlying ETF and earns income that is characterized as “foreign accrual property income” as defined in the Tax Act (“**FAPI**”) in that taxation year of the Underlying ETF, the Mackenzie ETF's proportionate share of the FAPI (subject to deduction for grossed up “foreign accrual tax”, as discussed below) must be included in computing its income for Canadian federal income tax purposes for the taxation year of Mackenzie ETF in which that taxation year of the Underlying ETF ends, whether or not the Mackenzie ETF actually receives a distribution of that FAPI. It is expected that the full amount of the income, as determined for Canadian federal income tax purposes, allocated or distributed to an Underlying ETF by the issuers that it holds securities of will be FAPI. FAPI will also include any net realized taxable capital gains, as determined for Canadian federal income tax purposes, of the Underlying ETF from the disposition of those securities.

To the extent an amount of FAPI will be required to be included in computing the income of a Mackenzie ETF for Canadian federal income tax purposes, a grossed-up amount may be deductible in respect of the “foreign accrual tax” as defined in the Tax Act (“**FAT**”), if any, applicable to the FAPI. Any amount of FAPI included in income (net of the amount of any FAT deduction) will increase the adjusted cost base to a Mackenzie ETF of its units of the Underlying ETF in respect of which the FAPI was included.

## **Taxation of Unitholders (other than Registered Plans)**

### ***Distributions***

A Unitholder is required to include in computing income for tax purposes, the Canadian dollar amount of any income and the taxable portion of any capital gains of a Mackenzie ETF that is paid or payable to the Unitholder in the year, whether such amounts are paid in cash or reinvested in additional Units. The non-taxable portion of any capital gains of a Mackenzie ETF that is paid or payable to the Unitholder in the year is not included in the Unitholder's income and, provided the Mackenzie ETF makes the appropriate designation on its tax return, does not reduce the adjusted cost base of the Unitholder's Units of that Mackenzie ETF. Any other non-taxable distribution, such as a return of capital, reduces the Unitholder's adjusted cost base. A Unitholder is deemed to realize a capital gain to the extent that the adjusted cost base of the Unitholder's Units would otherwise become a negative amount and the adjusted cost base is nil immediately thereafter.

Each Mackenzie ETF may, and is expected to designate to the extent permitted by the Tax Act, the portion of the net income of the Mackenzie ETF distributed to Unitholders that may reasonably be considered to consist of (i) taxable dividends (including eligible dividends) received or considered to be received by the Mackenzie ETF on shares of taxable Canadian corporations; and (ii) net taxable capital gains realized or considered to be realized by the Mackenzie ETF. Any amount so designated is deemed for tax purposes to be received or realized by Unitholders in the year as a taxable dividend and as a taxable capital gain, respectively. The dividend gross-up and tax credit treatment normally applicable to taxable dividends (including eligible dividends) paid by a taxable Canadian corporation applies to amounts designated as taxable dividends. Taxable capital gains so designated are subject to the general rules relating to the taxation of capital gains described below. In addition, a Mackenzie ETF may make designations in respect of its foreign source income, if any, so that Unitholders may be able to claim a foreign tax credit (in accordance with and

subject to the general limitations under the Tax Act) for foreign taxes, paid (and not deducted) by the Mackenzie ETF. A loss realized by a Mackenzie ETF may not be allocated to, and may not be treated as a loss of, the Unitholders of the Mackenzie ETF.

Individuals and certain trusts may be subject to an alternative minimum tax in respect of taxable dividends (including eligible dividends) received or considered to be received from taxable Canadian corporations and realized capital gains.

#### ***Tax Implications of the Mackenzie ETFs' Distribution Policy***

A portion of the value of a Unit of a Mackenzie ETF may reflect income and capital gains accrued or realized by the Mackenzie ETF before the Unit was acquired by a Unitholder. In particular, this may be the case when Units are acquired shortly before a distribution or in the year a Mackenzie ETF is terminated. The income and taxable portion of capital gains paid or payable to a Unitholder must be included in the calculation of the Unitholder's income in the manner described above, even if it relates to a period before the Unitholder owned the Units.

#### ***Disposition of Units***

Generally, a Unitholder realizes a capital gain (or loss) on the sale, redemption, exchange or other disposition of a Unit to the extent that the proceeds of disposition for the Unit exceed (or are less than) the total of the adjusted cost base to the Unitholder of the Unit and any reasonable costs of disposition. In general, the adjusted cost base of all Units of a particular Mackenzie ETF held by the Unitholder at a particular time is the total amount paid for all Units of the Mackenzie ETF currently and previously held by the Unitholder (including brokerage commissions paid and the amount of reinvested distributions) less any distributions of capital and less the adjusted cost base of any Units of the Mackenzie ETF previously disposed of by the Unitholder. The adjusted cost base to a Unitholder of one Unit is the average adjusted cost base of all Units owned by the Unitholder as capital property at that time. A consolidation of Units after the reinvestment of a distribution in additional Units will not be regarded as a disposition of Units.

When a Unitholder redeems Units of a Mackenzie ETF, the Mackenzie ETF may distribute income and capital gains to the Unitholder as partial payment of the redemption price. Any income or capital gains so distributed must be included in the calculation of the Unitholder's income in the manner described above. Any amount so distributed should be deducted from the redemption price for the Units in determining the Unitholder's proceeds of disposition. The Notice of Ways and Means Motion that accompanied the federal budget tabled by the Minister on March 19, 2019, proposed amendments to the Tax Act that will deny a Mackenzie ETF a deduction for (i) the portion of a capital gain allocated to a Unitholder on a redemption of Units that is greater than the Unitholder's accrued gain, and (ii) the income allocated to a Unitholder on a redemption of Units, where, in each case, the Unitholders' proceeds of disposition are reduced by the allocation. If enacted as proposed, the amendments will be effective for taxation years of mutual fund trusts that begin on or after March 19, 2019. As a result, as of January 1, 2020, no amount of income is expected to be distributed to Unitholders as partial payment of their redemption price. A Unitholder may acquire securities *in specie* from a Mackenzie ETF on the redemption of Units or on the termination of the Mackenzie ETF. The cost of any securities acquired by the Unitholder from the Mackenzie ETF on the redemption of the Units will generally be the fair market value of the securities at that time. Unitholders who redeem Units are advised to confirm with the Manager the details of any distributions paid at the time of redemption and the fair market value of any securities received from the Mackenzie ETF, and are also advised to consult with their own tax advisers.

#### ***Taxation of Capital Gains and Capital Losses***

One-half of any capital gain realized by a Unitholder and the amount of any net taxable capital gains realized or considered to be realized by a Mackenzie ETF and designated by the Mackenzie ETF in respect of the Unitholder is included in the Unitholder's income as a taxable capital gain. One-half of a capital loss may be deducted from taxable capital gains subject to and in accordance with detailed rules in the Tax Act.

#### ***International Information Reporting***

Generally, Unitholders will be required to provide their dealer with information related to their citizenship and tax residence and, if applicable, a foreign tax identification number. If a Unitholder does not provide the information or is identified as a U.S. citizen or a foreign (including U.S.) tax resident, additional details about the Unitholder and

their investment in a Mackenzie ETF will be reported to the CRA, unless the investment is held within a Registered Plan. The CRA will provide that information to the U.S. Internal Revenue Service (in the case of U.S. citizens or tax residents) or the relevant tax authority of any country that is a signatory of the *Multilateral Competent Authority Agreement on Automatic Exchange of Financial Account Information* or that has otherwise agreed to a bilateral information exchange with Canada.

### **Taxation of Registered Plans**

A Registered Plan that holds Units of a Mackenzie ETF and the planholder of that Registered Plan will generally not be subject to tax on the value of the Units, income or capital gains distributed by the Mackenzie ETF to the Registered Plan or a gain realized by the Registered Plan on the disposition of the Units (whether payment is received in cash, by reinvestment in additional Units or in specie), provided the Units are a qualified investment under the Tax Act for the Registered Plan and, in the case of Registered Plans (other than deferred profit-sharing plans), not a prohibited investment for the Registered Plan.

A Registered Plan may acquire securities *in specie* from a Mackenzie ETF on the redemption of Units or on the termination of the Mackenzie ETF. The Registered Plan and the planholder of the Registered Plan will generally not be subject to tax on the value of those securities, income received by the Registered Plan from those securities or gains realized by the Registered Plan on the disposition of those securities, provided each of those securities is a qualified investment under the Tax Act for the Registered Plan at all times that the security is held by the Registered Plan and, in the case of Registered Plans (other than deferred profit-sharing plans), not a prohibited investment for the Registered Plan. The securities received *in specie* from a Mackenzie ETF may or may not be a qualified investment under the Tax Act for a Registered Plan and may or may not be prohibited investments under the Tax Act for a Registered Plan. Investors should consult their own tax advisers.

### **ELIGIBILITY FOR INVESTMENT**

In the opinion of Borden Ladner Gervais LLP, the Units of a Mackenzie ETF will be a qualified investment under the Tax Act for a Registered Plan at any time that the Mackenzie ETF qualifies or is deemed to qualify as a “mutual fund trust” under the Tax Act or that the Units are listed on a “designated stock exchange” within the meaning of the Tax Act, which includes the TSX and the NEO Exchange. The Units of Mackenzie TSX ETFs are listed on the TSX and the Mackenzie NEO ETFs are listed on the NEO Exchange. The Manager, on behalf of the New Mackenzie ETFs, has applied to list the Units of the New Mackenzie ETFs on the TSX.

A Unit of a Mackenzie ETF that is a qualified investment under the Tax Act for a Registered Plan may nevertheless be a prohibited investment under the Tax Act for a Registered Plan (other than a deferred profit-sharing plan). Generally, the Units of a Mackenzie ETF will not be a prohibited investment under the Tax Act for a Registered Plan unless the planholder, annuitant or subscriber, as the case may be (together with non-arm’s length partnerships and persons, including the Registered Plan) directly or indirectly holds Units having a fair market value of 10% or more of the Mackenzie ETF. However, under a safe harbour for newly established mutual funds, Units of a Mackenzie ETF will not be a prohibited investment under the Tax Act for a Registered Plan at any time during the first 24 months of the Mackenzie ETF’s existence if the Mackenzie ETF is a “mutual fund trust” under the Tax Act and either remains in substantial compliance with the requirements of NI 81-102 or follows a reasonable policy of investment diversification throughout that period. Investors should consult their own tax advisers for advice on whether Units would be a prohibited investment for their Registered Plans.

### **ORGANIZATION AND MANAGEMENT DETAILS OF THE MACKENZIE ETFs**

#### **Manager of the Mackenzie ETFs**

Mackenzie Financial Corporation, a registered portfolio manager and investment fund manager, is the trustee, manager and portfolio manager of the Mackenzie ETFs. The head office and the sole office of each of the Mackenzie ETFs and the Manager is located at 180 Queen Street West, Toronto, Ontario M5V 3K1. The Manager carries on business under the name Mackenzie Investments.

### ***Duties and Services Provided by the Manager***

Pursuant to the Management Agreement, the Manager has been appointed as the investment fund manager of the Mackenzie ETFs and has the exclusive authority to manage the business and affairs of the Mackenzie ETFs, to make all decisions regarding the business of the Mackenzie ETFs and to bind the Mackenzie ETFs. The Manager may delegate certain of its powers to its affiliates and to third parties where, in the discretion of the Manager, it would be in the best interests of the Mackenzie ETFs to do so.

The Manager is also responsible for providing management, administrative and portfolio advisory and investment management services to the Mackenzie ETFs. The Manager's duties include, without limitation,

- (i) authorizing the payment of, and paying, the operating expenses incurred on behalf of the Mackenzie ETFs that are the responsibility of the Mackenzie ETFs;
- (ii) providing office space, facilities and personnel;
- (iii) preparing financial statements, financial and accounting information and tax returns as required by the Mackenzie ETFs;
- (iv) ensuring that Unitholders are provided with financial statements (including interim and annual financial statements) and other reports as are required by applicable law from time to time;
- (v) ensuring that the Mackenzie ETFs comply with regulatory requirements and applicable stock exchange listing requirements;
- (vi) preparing the Mackenzie ETFs' reports, including interim and annual MRFPs, and delivering such reports to Unitholders and the securities regulatory authorities;
- (vii) determining the amount of distributions to be made by the Mackenzie ETFs;
- (viii) communicating with Unitholders and calling meetings of Unitholders as required;
- (ix) ensuring that the NAV per Unit is calculated and published;
- (x) administering the purchase, exchange and redemption of Units;
- (xi) negotiating contractual agreements with third party providers of services, including the Designated Brokers, the Dealers, the Index Providers, the Custodian, the Registrar and Transfer Agent, the Fund Administrator, the auditor, legal counsel and printers, as applicable; and
- (xii) providing such other managerial and administrative services as may be reasonably required for the ongoing business and administration of the Mackenzie ETFs.

### ***Details of the Management Agreement***

Pursuant to the Management Agreement, the Manager is required to exercise its powers and discharge its duties honestly, in good faith and in the best interests of Unitholders and each Mackenzie ETF and, in connection therewith, to exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in the circumstances. The Management Agreement provides that the Manager will not be liable in any way for any default, failure or defect in any of the securities held by a Mackenzie ETF if it has satisfied the duties and the standard of care, diligence and skill set forth above. The Manager will incur liability, however, in cases of wilful misconduct, bad faith, negligence, breach of the Manager's standard of care or any material breach or default by it of its obligations under the Management Agreement.

The Management Agreement may be terminated by any of the Mackenzie ETFs or by the Manager upon 60 days' prior written notice. The Manager is deemed to have resigned if it becomes bankrupt or insolvent, if its assets are

seized or confiscated by a public or government authority, in the event that it ceases to be resident in Canada for purposes of the Tax Act or if it no longer holds the necessary registrations to enable it to carry out its obligations under the Management Agreement. If the Manager resigns, it may appoint its successor but, unless its successor is an affiliate of the Manager, its successor must be approved by the Unitholders. If the Manager is in material default of its obligations under the Management Agreement and such default has not been cured within 30 days after notice of same has been given to the Manager, the Trustee may remove the Manager and appoint a successor manager, subject to any required Unitholder approval.

The Manager is entitled to fees for its services as manager under the Management Agreement as described under “**Fees and Expenses – Management Fee**”. The Manager and each of its directors, officers, employees and agents (the “**Indemnified Parties**”) are indemnified by each Mackenzie ETF for all claims brought against such Indemnified Party in respect of any act or matter done or omitted in relation to the execution of the Manager’s duties under the Management Agreement for that Mackenzie ETF and also from and against all other costs, charges and expenses any Indemnified Party may reasonably sustain or incur in relation to the performance of the Manager’s duties under the Management Agreement for that Mackenzie ETF. However, none of the Indemnified Parties will be entitled to be indemnified under the Management Agreement if the liability results from the Manager’s wilful misconduct, bad faith, negligence or breach of its obligations under the Management Agreement or if there has been a failure of the Manager or any person retained by the Manager to meet the standard of care set out in the Management Agreement.

The management services of the Manager under the Management Agreement are not exclusive and nothing in the Management Agreement prevents the Manager from providing similar services to other investment funds and other clients (whether or not their investment objectives and policies are similar to those of the Mackenzie ETFs) or from engaging in other activities. See “**Conflicts of Interest**”, below.

***Executive Officers and Directors of the Manager of the Mackenzie ETFs***

The name and municipality of residence of each of the directors and executive officers of the Manager, and their principal occupations, are as follows:

<b>Name and Municipality of Residence</b>	<b>Position with the Manager</b>	<b>Principal Occupation Within Preceding Five Years</b>
Barry McInerney Toronto, Ontario	Director, Chairman, President and Chief Executive Officer	Director, Chairman, President and Chief Executive Officer of the Manager; Ultimate Designated Person of the Manager previously, Director, President and Chief Executive Officer of BMO Asset Management Corp.
Earl Bederman Toronto, Ontario	Director	Director of the Manager; retired Founder and Chief Executive Officer of Investor Economics Inc.
Brian M. Flood Toronto, Ontario	Director	Director of the Manager; retired Partner of Torys LLP
Karen L. Gavan Toronto, Ontario	Director	Director of the Manager; retired Director, President and Chief Executive Officer of Economical Mutual Insurance Company
Robert E. Lord Toronto, Ontario	Director	Director of the Manager; retired Partner of Ernst & Young LLP
Paul G. Oliver Markham, Ontario	Director	Director of the Manager; retired Partner of PricewaterhouseCoopers LLP
Mary L. Turner Beamsville, Ontario	Director	Director of the Manager; retired President, Chief Executive Officer and Director of Canadian Tire Bank; retired Chief Operating Officer of Canadian Tire Financial Services Limited

<b>Name and Municipality of Residence</b>	<b>Position with the Manager</b>	<b>Principal Occupation Within Preceding Five Years</b>
Cynthia Currie Toronto, Ontario	Executive Vice-President and Chief Human Resources Officer	Executive Vice-President and Chief Human Resources Officer of IGM Financial Inc. <sup>1</sup> ; previously, Vice-President, Corporate Services & Investments, Sun Life Financial, Inc.
Chris Boyle Toronto, Ontario	Senior Vice-President, Institutional	Senior Vice-President, Institutional of the Manager; previously, Senior Vice-President Institutional of AGF Management
Michael Cooke Toronto, Ontario	Senior Vice-President, Head of Exchange Traded Funds	Senior Vice-President, Head of Exchange Traded Funds of the Manager; previously, Head of Distribution – Power of Invesco
Michael Dibden Toronto, Ontario	Executive Vice-President and Chief Operating Officer	Executive Vice-President, Chief Operating Officer of the Manager, IGM Financial Inc. <sup>1</sup> and Investors Group Inc. <sup>2</sup> ; previously, Senior Vice-President, Technology, CIBC
Tony Elavia Toronto, Ontario	Executive Vice-President and Chief Investment Officer	Executive Vice President and Chief Investment Officer of the Manager
Rhonda Goldberg Toronto, Ontario	Executive Vice-President, General Counsel of IGM Financial Inc. <sup>1</sup>	Executive Vice-President, General Counsel of IGM Financial Inc. <sup>1</sup> ; previously, Senior Vice-President, Client and Regulatory Affairs of IGM Financial Inc. and Mackenzie Investments; and prior thereto, Vice-President, Regulatory Affairs of Mackenzie Investments; and prior thereto Director, Investment Funds and Structured Products Division of the Ontario Securities Commission
Luke Gould Winnipeg, Manitoba	Executive Vice-President, Finance and Chief Financial Officer	Executive Vice-President, Finance and Chief Financial Officer of the Manager, IGM Financial Inc. <sup>1</sup> and Investors Group Inc. <sup>2</sup> ; Director of Investors Group Financial Services Inc. <sup>2</sup> and Investors Group Securities Inc.; previously, Senior Vice-President and Chief Financial Officer of Mackenzie Investments and Investors Group Inc. <sup>2</sup>
Doug Milne Toronto, Ontario	Executive Vice-President, Chief Marketing Officer	Executive Vice-President, Chief Marketing Officer of IGM Financial Inc. <sup>1</sup> , Investors Group Inc. <sup>2</sup> and the Manager; previously, Vice-President, Marketing, TD Bank Group
Damon Murchison Toronto, Ontario	Executive Vice-President, Head of Retail, National Sales Manager	Executive Vice-President, Head of Retail, National Sales Manager of the Manager; previously Senior Vice-President and Head of Sales, Retail Markets of Manulife Financial; and Vice-President and National Sales Manager of Manulife Investments
Terry Rountes Woodbridge, Ontario	Vice-President, Fund Services and Chief Financial Officer, Mackenzie Funds	Vice-President, Fund Services and Chief Financial Officer, Mackenzie Funds
Michael Schnitman Wellesley Hills, Massachusetts	Senior Vice-President, Product	Senior Vice-President, Product of the Manager; previously, Director, Product Strategy and Development at Putnam Investment Management, LLC



<b>Name and Municipality of Residence</b>	<b>Position with the Manager</b>	<b>Principal Occupation Within Preceding Five Years</b>
Gillian Seidler Toronto, Ontario	Vice-President, Compliance and Chief Compliance Offer	Vice-President, Compliance and Chief Compliance Offer of the Manager;  previously, Assistant Vice-President, Compliance of the Manager
Nick Westlind Toronto, Ontario	Vice-President, Legal	Secretary of the Manager; Vice-President, Legal of the Manager

<sup>1</sup> The parent company of the Manager.

<sup>2</sup> An affiliate of the Manager.

### **Portfolio Manager**

Mackenzie Financial Corporation, a registered portfolio manager, is the portfolio manager of the Mackenzie ETFs. Under the Management Agreement, the Portfolio Manager is responsible for providing portfolio advisory and investment management services to the Mackenzie ETFs. The individuals principally responsible for providing advice to the Mackenzie ETFs on behalf of the Portfolio Manager are as follows:

<b>Name and Title</b>	<b>Mackenzie ETF</b>	<b>With the Portfolio Manager Since</b>	<b>Principal Occupation Within Preceding Five Years</b>
Konstantin Boehmer, Vice-President, Investment Management	Mackenzie Canadian Aggregate Bond Index ETF; Mackenzie Canadian Short-Term Bond Index ETF; Mackenzie Canadian All Corporate Bond Index ETF; Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged); Mackenzie Emerging Markets Local Currency Bond Index ETF; Mackenzie US TIPS Index ETF (CAD-Hedged); Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged); Mackenzie US High Yield Bond Index ETF (CAD-Hedged); Mackenzie Core Plus Global Fixed Income ETF; Mackenzie Unconstrained Bond ETF; Mackenzie Core Plus Canadian Fixed Income ETF	2013	Portfolio Manager of the Manager; previously, Portfolio Manager of Lazard Asset Management
Matthew Cardillo, Vice-President, Investment Management	Mackenzie Maximum Diversification Canada Index ETF; Mackenzie Maximum Diversification US Index ETF; Mackenzie Maximum Diversification Developed Europe Index ETF; Mackenzie Maximum Diversification All World Developed Index ETF; Mackenzie Maximum Diversification Emerging Markets Index ETF; Mackenzie Maximum Diversification All World Developed ex North America Index ETF; Mackenzie Portfolio Completion ETF	2012	Portfolio Manager of the Manager previously Associate Portfolio Manager of the Manager (2012-2015)

<b>Name and Title</b>	<b>Mackenzie ETF</b>	<b>With the Portfolio Manager Since</b>	<b>Principal Occupation Within Preceding Five Years</b>
Dan Cooper, Vice-President, Investment Management	Mackenzie US High Yield Bond Index ETF (CAD-Hedged); Mackenzie Unconstrained Bond ETF; Mackenzie Floating Rate Income ETF; Mackenzie Core Plus Canadian Fixed Income ETF; Mackenzie Global High Yield Fixed Income ETF	1997	Portfolio Manager of the Manager
Doug Kean, Vice-President, Investment Management	Mackenzie Maximum Diversification Canada Index ETF; Mackenzie Maximum Diversification US Index ETF; Mackenzie Maximum Diversification Developed Europe Index ETF; Mackenzie Maximum Diversification All World Developed Index ETF; Mackenzie Maximum Diversification Emerging Markets Index ETF; Mackenzie Maximum Diversification All World Developed ex North America Index ETF; Mackenzie China A-Shares CSI 300 Index ETF; Mackenzie Canadian Large Cap Equity Index ETF; Mackenzie Canadian Equity Index ETF; Mackenzie US Large Cap Equity Index ETF; Mackenzie US Large Cap Equity Index ETF (CAD-Hedged); Mackenzie International Equity Index ETF; Mackenzie International Equity Index ETF (CAD-Hedged)	1994	Portfolio Manager of the Manager
Lawrence Llaguno, Assistant Vice- President, Investment Management	Mackenzie China A-Shares CSI 300 Index ETF; Mackenzie Canadian Large Cap Equity Index ETF; Mackenzie Canadian Equity Index ETF; Mackenzie US Large Cap Equity Index ETF; Mackenzie US Large Cap Equity Index ETF (CAD-Hedged); Mackenzie International Equity Index ETF; Mackenzie International Equity Index ETF (CAD-Hedged)	2017	Since February 2017, Senior Analyst, Systematic Strategies of the Manager; prior thereto, Senior Associate and Associate Portfolio Manager, Global Tactical Asset Allocation of Canada Pension Plan Investment Board (2011-2017)

<b>Name and Title</b>	<b>Mackenzie ETF</b>	<b>With the Portfolio Manager Since</b>	<b>Principal Occupation Within Preceding Five Years</b>
Steven Locke, Senior Vice-President, Investment Management	Mackenzie Canadian Aggregate Bond Index ETF; Mackenzie Canadian Short-Term Bond Index ETF; Mackenzie Canadian All Corporate Bond Index ETF; Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged); Mackenzie Emerging Markets Local Currency Bond Index ETF; Mackenzie US TIPS Index ETF (CAD-Hedged); Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged); Mackenzie US High Yield Bond Index ETF (CAD-Hedged); Mackenzie Unconstrained Bond ETF; Mackenzie Floating Rate Income ETF; Mackenzie Core Plus Canadian Fixed Income ETF; Mackenzie Global High Yield Fixed Income ETF; Mackenzie Canadian Short Term Fixed Income ETF	2008	Portfolio Manager of the Manager
Robert McKee, Vice-President, Investment Management	Mackenzie Ivy Global Equity ETF	2011	Portfolio Manager of the Manager; previously, Associate Portfolio Manager of the Manager (October 2012 – December 2014); prior thereto, Senior Investment Analyst of the Manager (March 2011 – September 2012)
Movin Mokbel, Vice-President, Investment Management	Mackenzie Unconstrained Bond ETF; Mackenzie Floating Rate Income ETF; Mackenzie Core Plus Canadian Fixed Income ETF	2012	Portfolio Manager and Investment Analyst of the Manager; previously, Vice-President, Debt Capital Markets, BMO Capital Markets
Matt Moody, Vice-President, Investment Management	Mackenzie Ivy Global Equity ETF	2005	Portfolio Manager of the Manager
Paul Musson, Senior Vice-President, Investment Management	Mackenzie Ivy Global Equity ETF	2000	Portfolio Manager of the Manager

<b>Name and Title</b>	<b>Mackenzie ETF</b>	<b>With the Portfolio Manager Since</b>	<b>Principal Occupation Within Preceding Five Years</b>
Eric Ng, Investment Analyst, Systematic Strategies	Mackenzie Canadian Large Cap Equity Index ETF; Mackenzie Canadian Equity Index ETF; Mackenzie US Large Cap Equity Index ETF; Mackenzie US Large Cap Equity Index ETF (CAD-Hedged)	2016	Since August 2016, Investment Analyst of the Manager, prior thereto, Manager, Market Risk Stress Testing and Senior Analyst, Counterparty Credit Risk, BMO Financial Group (2013 – 2016)
Hussein Sunderji, Vice-President, Investment Manager	Mackenzie Ivy Global Equity ETF	2013	Portfolio Manager of the Manager; previously, Associate Portfolio Manager of the Manager (2013 – 2015)
Felix Wong, Vice-President, Investment Management	Mackenzie Canadian Aggregate Bond Index ETF; Mackenzie Canadian Short-Term Bond Index ETF; Mackenzie Canadian All Corporate Bond Index ETF; Mackenzie US TIPS Index ETF (CAD-Hedged); Mackenzie US Investment Grade Corporate Bond Index ETF (CAD-Hedged); Mackenzie Core Plus Global Fixed Income ETF; Mackenzie Floating Rate Income ETF; Mackenzie Core Plus Canadian Fixed Income ETF; Mackenzie Canadian Short Term Fixed Income ETF	2008	Portfolio Manager of the Manager
Kenneth Yip, Associate Portfolio Manager	Mackenzie US High Yield Bond Index ETF (CAD-Hedged)	2014	Since March 2017, Associate Portfolio Manager of the Manager, prior thereto, Senior Investment Analyst of the Manager (2017 – 2014)

#### **Sub-advisor**

The Portfolio Manager has retained Impax Asset Management LLC to act as the sub-advisor to it in respect of Mackenzie Global Leadership Impact ETF. The Sub-advisor provides investment management services to the Portfolio Manager pursuant to the terms of the Sub-advisory Agreement. The Portfolio Manager remains responsible for the investment advice provided by the Sub-advisor in respect of Mackenzie Global Leadership Impact ETF. The Sub-advisor is a registered investment advisor in the U.S., with offices based in Portsmouth, New Hampshire.

The individuals of the Sub-advisor principally responsible for providing advice in respect of Mackenzie Global Leadership Impact ETF is as follows:

<b>Name and Title with Sub-advisor</b>	<b>Mackenzie ETF</b>	<b>With the Sub-advisor Since</b>	<b>Additional Information</b>
Julie Fox Gorte, Senior Vice President for Sustainable Investing	Mackenzie Global Leadership Impact ETF	2007	Senior Vice President for Sustainable Investing of the Sub-advisor

<b>Name and Title with Sub-advisor</b>	<b>Mackenzie ETF</b>	<b>With the Sub-advisor Since</b>	<b>Additional Information</b>
Scott LaBreche, Portfolio Manager, Director of Portfolio Analytics and Index Optimization	Mackenzie Global Leadership Impact ETF	2007	Portfolio Manager and Director of Portfolio Analytics and Index Optimization of the Sub-advisor
Heather Smith, Lead Sustainability Research Analyst	Mackenzie Global Leadership Impact ETF	2007	Lead Sustainability Research Analyst of the Sub-advisor

### **Details of the Sub-advisory Agreement**

Under the terms of the Sub-advisory Agreement, the Sub-advisor makes portfolio investment recommendations for the portfolio of Mackenzie Global Leadership Impact ETF, including the selection of appropriate stocks and other investment instruments that are consistent with the investment objectives and strategies of Mackenzie Global Leadership Impact ETF. In connection with these services, the Sub-advisor identifies and submits daily portfolio investment recommendations to the Portfolio Manager. The Portfolio Manager executes the Sub-advisor's investment recommendations, but it has the discretion to monitor and, if necessary, adjust the portfolio investments in certain limited circumstances in order to reduce trading costs, to ensure the liquidity of the portfolio holdings and for other purposes.

The Sub-advisor is required to exercise its powers and discharge its duties honestly, in good faith and in the best interests of the Portfolio Manager and Mackenzie Global Leadership Impact ETF and, in connection therewith, to exercise the degree of care, diligence and skill that a reasonably prudent investment manager would exercise in comparable circumstances. The Sub-advisory Agreement provides that, so long as the Sub-advisor has met its standard of care, it will not be liable for any loss or damage arising directly or indirectly out of any act or omission done or suffered by the Sub-advisor in the performance of its duties. The Sub-advisor may be liable, however, where it fails to meet its standard of care, diligence and skill as prescribed by the Sub-advisory Agreement.

The Sub-advisor may terminate the Sub-advisory Agreement by providing at least 90 days prior written notice to the Portfolio Manager. The Portfolio Manager may terminate the Sub-advisory Agreement by providing at least 30 days prior written notice to the Sub-advisor. Either party may terminate the Sub-advisory Agreement; (i) if the other party ceases to carry on business or becomes bankrupt or insolvent; (ii) if it believes that the performance of its duties would result in a violation of law, rule or regulation applicable to the other party which might reasonably be expected to subject the terminating party to civil or criminal liability and such violation or liability cannot otherwise be readily avoided; or (iii) if the other party is in breach of any of the material terms after having been given 30 days' notice and failed to cure the breach during such 30-day period.

If the Sub-advisory Agreement is terminated, the Portfolio Manager may appoint a successor sub-advisor to carry out the portfolio management activities in respect of Mackenzie Global Leadership Impact ETF. Any successor sub-advisor may be a third-party portfolio manager, or it may be an affiliate or associate of the Portfolio Manager.

The Sub-advisor is entitled to receive a fee from the Portfolio Manager for its services under the Sub-advisory Agreement.

The portfolio management services of the Sub-advisor under the Sub-advisory Agreement are not exclusive and the Sub-advisory Agreement does not prevent the Sub-advisor from providing similar portfolio management services to other investment funds and other clients (whether or not their investment objectives and policies are similar to those of Mackenzie Global Leadership Impact ETF) or from engaging in other activities.

The Portfolio Manager has agreed that it will be responsible for the investment advice that the Sub-advisor provides to Mackenzie Global Leadership Impact ETF and for any losses that this Mackenzie ETF may incur if the Sub-advisor

breaches its standard of care. As the Sub-advisor is located in the U.S., and as all or a substantial portion of its assets are located outside of Canada, there may be difficulty enforcing any legal rights against it.

### **Brokerage Arrangements**

Investment portfolio brokerage transactions for the Mackenzie ETFs are arranged by the Portfolio Manager through a large number of brokerage firms. Brokerage fees for the Mackenzie ETFs are usually paid at the most favourable rates available to the Portfolio Manager, based on its entire volumes of Mackenzie investment fund trading as the manager and/or portfolio manager of significant investment funds and other assets and subject to the rules of the appropriate stock exchange. Many of the brokerage firms who carry out brokerage transactions for the Mackenzie ETFs may also sell Units to their clients.

From time to time, the Portfolio Manager may also allocate brokerage transactions to compensate brokerage firms for general investment research (including provision of industry and company analysis, economic reports, statistical data pertaining to the capital markets, portfolio reports and portfolio analytics), trading data and other services that assist in carrying out investment decision-making services to the Mackenzie ETFs for the portfolio management services that the Portfolio Manager provides. Such transactions will be allocated with appropriate regard to the principles of a reasonable brokerage fee, benefit to the Mackenzie ETFs and best execution of the brokerage transactions. The Portfolio Manager will attempt to allocate the Mackenzie ETFs' brokerage business on an equitable basis, bearing in mind the above principles. The Portfolio Manager is not under a contractual obligation to allocate brokerage business to any specific brokerage firm.

### **Conflicts of Interest**

The management services of the Manager under the Management Agreement are not exclusive and nothing in the Management Agreement prevents the Manager from providing similar management services to other investment funds and other clients (whether or not their investment objectives and policies are similar to those of the Mackenzie ETFs) or from engaging in other activities. The portfolio management services of the Sub-advisor under the Sub-advisory Agreement are not exclusive and nothing in the Sub-advisory Agreement prevents the Sub-advisor from providing similar portfolio management services to other investment funds and other clients (whether or not their investment objectives and policies are similar to those of Mackenzie Global Leadership Impact ETF) or from engaging in other activities.

Investments in securities purchased by the Portfolio Manager or the Sub-advisor, as applicable, on behalf of a Mackenzie ETF will not be aggregated with orders to purchase securities on behalf of other investment funds or other accounts managed by the Manager or the Sub-advisor, as applicable. With respect to the Mackenzie Index ETFs, in order to minimize tracking error, the Manager will use its reasonable efforts to implement rebalancing trades on a schedule that is consistent with the rebalancing schedule of the applicable Index Provider.

Directors and officers of the Manager must obtain the prior approval of the Manager in order to engage in any outside business activities. One of the activities that requires approval is acting as a director or officer of another company (an “**Issuer**”). A Mackenzie ETF may invest in an Issuer if this transaction is permitted by law and the Manager has approved this transaction. This approval will be given only if the Manager is satisfied that there has been proper resolution of any potential conflicts of interest.

The Management Agreement acknowledges that the Manager may provide services to the Mackenzie ETFs in other capacities, provided that the terms of any such arrangement are no less favourable to the Mackenzie ETFs than those that would be obtained from parties that are at arm's length for comparable services.

No Designated Broker or Dealer has been involved in the preparation of this prospectus or has performed any review of the contents of this prospectus and, as such, the Designated Brokers and the Dealers do not perform many of the usual underwriting activities in connection with the distribution by the Mackenzie ETFs of their Units under this prospectus. Units of a Mackenzie ETF do not represent an interest or an obligation of any Designated Broker, any Dealer or any affiliate thereof and a Unitholder does not have any recourse against any such parties in respect of amounts payable by a Mackenzie ETF to such Designated Brokers or Dealers.

One or more registered dealers act or may act as a Designated Broker, a Dealer and/or a market maker. These relationships may create actual or perceived conflicts of interest that Unitholders should consider in relation to an investment in a Mackenzie ETF. In particular, by virtue of these relationships, these registered dealers may profit from the sale and trading of Units. The Designated Broker, as market maker of a Mackenzie ETF in the secondary market, may therefore have economic interests that differ from, and may be adverse to, those of Unitholders. Any such registered dealer and its affiliates may, at present or in the future, engage in business with a Mackenzie ETF, with the issuers of securities making up the investment portfolio of a Mackenzie ETF or with the Manager or any funds sponsored by the Manager or its affiliates, including by making loans, entering into derivative transactions or providing advisory or agency services. In addition, the relationship between any such registered dealer and its affiliates and the Manager and its affiliates may extend to other activities, such as being part of a distribution syndicate for other funds sponsored by the Manager or its affiliates.

The Manager holds a 13.9% equity interest in China Asset Management Co., Ltd. (“**China AMC**”). Power Corporation of Canada, the ultimate parent company of the Manager, also holds a 13.9% equity interest in China AMC. Combined, the Manager and Power Corporation of Canada hold a 27.8% interest in China AMC. China Asset Management (Hong Kong) Limited, a fully-owned subsidiary of China AMC, is the manager of the Underlying ChinaAMC ETF.

IGM Financial Inc., which indirectly owns 100% of the outstanding common shares of the Manager, also owns an equity interest in Aequitas Innovations Inc. of less than 10%. Aequitas Innovations Inc. is the parent company of the NEO Exchange.

### **Independent Review Committee**

As required by NI 81-107, the Manager has established an IRC to review all conflicts of interest matters identified and referred to the IRC by the Manager relating to the investment funds managed by the Manager, including the Mackenzie ETFs. The IRC reviews and gives its approval or recommendations as to the conflict-of-interests matters referred to it. A conflict-of-interest matter is a situation where a reasonable person would consider the Manager, or an entity related to the Manager, to have an interest that conflicts with the Manager’s ability to act in good faith and in the best interest of the Mackenzie ETFs. The IRC is also required to approve certain mergers involving the Mackenzie ETFs and any change of the auditor of the Mackenzie ETFs.

The IRC must have all independent members. The Manager considers that an individual is independent if the individual is not a director, officer or employee of any of the Manager or an affiliate of the Manager. In addition, the individual must be independent of management and free from any interest and any business or other relationship that could, or could reasonably be perceived to, materially interfere with the individual’s ability to act with the view to the best interest of the Mackenzie ETFs.

The members of the IRC are as follows:

Robert Hines (Chair of the IRC)  
George Hucal  
Martin Taylor  
Scott Edmonds

The IRC has a written charter that sets out its powers, duties and responsibilities. Additionally, pursuant to NI 81-107, the IRC assesses, at least annually, the adequacy and effectiveness of the following:

- (i) the Manager’s policies and procedures regarding conflict-of-interest matters;
- (ii) any standing instructions that the IRC gave to the Manager for conflict-of-interest matters related to the Mackenzie ETFs;

- (iii) the compliance of the Manager and each Mackenzie ETF with any conditions imposed by the IRC in a recommendation or approval it has provided to the Manager; and
- (iv) the independence and compensation of its members, the IRC's effectiveness as a committee and the contribution of each member to the IRC.

The IRC prepares a report for Unitholders, at least annually, of its activities. Such report is made available on the Manager's website at [www.mackenzieinvestments.com](http://www.mackenzieinvestments.com) or, at the request of a Unitholder and at no cost, by contacting the Manager at 180 Queen Street West, Toronto, Ontario M5V 3K1, or by sending an e-mail to [service@mackenzieinvestments.com](mailto:service@mackenzieinvestments.com).

Each member of the IRC is paid an annual retainer of \$40,000 (\$50,000 for the Chair) by the Manager to serve on the IRC and a fee of \$1,500 for each meeting attended. A portion of the retainer and meeting fees paid to each member is allocated to each investment fund managed by the Manager, including each Mackenzie ETF, and depends, among other things, on the total number of investment funds managed by the Manager for which such member acted as an IRC member during the fiscal year.

### **Trustee**

Pursuant to the Declaration of Trust, the Manager is also the trustee of the Mackenzie ETFs.

The trustee may resign upon 60 days' notice to Unitholders and the Manager. If the trustee resigns or if it becomes incapable of acting as trustee, the trustee may appoint a successor trustee and its resignation shall become effective upon the acceptance of such appointment by its successor. If no successor has been appointed within 60 days, the Mackenzie ETFs will be terminated.

The Declaration of Trust provides that the trustee shall act honestly, in good faith and in the best interests of each Mackenzie ETF and shall perform its duties to the standard of care that a reasonably prudent person would exercise in the circumstances. In addition, the Declaration of Trust contains other customary provisions limiting the liability of the trustee and indemnifying the trustee in respect of certain liabilities incurred by it in carrying out the trustee's duties.

At any time during which the Manager is the trustee, the Manager will receive no fee in respect of the provision of services as trustee.

### **Custodian**

Canadian Imperial Bank of Commerce, at its principal offices in Toronto, Ontario, is custodian of the assets of the Mackenzie ETFs pursuant to the Custodian Agreement. The Custodian has a qualified foreign sub-custodian in each jurisdiction in which the Mackenzie ETFs have securities. The Manager or the Custodian may terminate the Custodian Agreement at any time upon 120 days' written notice.

The Custodian is entitled to receive fees from the Manager as described under "**Fees and Expenses**" and to be reimbursed for all expenses and liabilities that are properly incurred by the Custodian in connection with the activities of the Mackenzie ETFs.

### **Securities Lending Agent**

The Manager, on behalf of the Mackenzie ETFs, has entered into a securities lending authorization agreement dated May 6, 2005, with Canadian Imperial Bank of Commerce of Toronto, Ontario, the custodian of the Mackenzie ETFs (the "**Securities Lending Agreement**"). The Securities Lending Agreement appoints and authorizes Canadian Imperial Bank of Commerce to act as agent for securities lending transactions for those Mackenzie ETFs that engage in securities lending and to execute, in the applicable Mackenzie ETF's name and on its behalf, securities lending agreements with borrowers in accordance with NI 81-102. The Securities Lending Agreement requires that the collateral received by a Mackenzie ETF in a securities lending transaction must generally have a market value of



105%, but never less than 102%, of the value of the securities loaned. Under the Securities Lending Agreement, Canadian Imperial Bank of Commerce agrees to indemnify the Mackenzie ETFs from certain losses incurred in connection with its failure to perform any of its obligations under the Agreement. The Securities Lending Agreement may be terminated at any time at the option of either party upon 30 days' prior notice to the other party.

#### **Auditor**

The auditor of the Mackenzie ETFs is Deloitte LLP.

#### **Registrar and Transfer Agent**

TSX Trust Company is the registrar and transfer agent for the Units of the Mackenzie ETFs. The register of the Mackenzie ETFs is kept in Toronto, Ontario.

#### **Promoter**

The Manager has taken the initiative in founding and organizing the Mackenzie ETFs and is, accordingly, the promoter of the Mackenzie ETFs within the meaning of securities legislation of certain provinces and territories of Canada. The Manager, in its capacity as manager of the Mackenzie ETFs, receives compensation from the Mackenzie ETFs. See “**Fees and Expenses**”.

#### **Fund Administrator**

CIBC Mellon Global Securities Services Company, at its principal offices in Toronto, Ontario, is the Fund Administrator. The Fund Administrator is responsible for certain aspects of the day-to-day administration of the Mackenzie ETFs, including NAV calculations, accounting for net income and net realized capital gains of the Mackenzie ETFs and maintaining books and records with respect to each Mackenzie ETF.

### **CALCULATION OF NET ASSET VALUE**

The NAV of the Units and the NAV per Unit of a Mackenzie ETF are calculated by the Fund Administrator as of the Valuation Time on each Valuation Date. The NAV of a Mackenzie ETF, as a whole, on a particular date is equal to the aggregate of the market value of that Mackenzie ETF's assets, less its liabilities. The NAV of the Units is calculated by adding up the Units' proportionate share of the cash, portfolio securities and other assets of the Mackenzie ETF, subtracting the liabilities applicable to the Units and dividing the net assets by the total number of Units owned by Unitholders.

The NAV per Unit will generally increase or decrease on each trading day as a result of changes in the value of the portfolio securities owned by the Mackenzie ETF. When distributions (other than management expense distributions) are declared on the Units, the NAV per Unit will decrease by the per Unit amount of the distributions on the distribution payment date.

#### **Valuation Policies and Procedures of the Mackenzie ETFs**

The value of the portfolio securities and other assets of each Mackenzie ETF is determined by applying the following rules:

- (i) cash on hand or on deposit, bills and notes and accounts receivable, prepaid expenses, cash dividends and interest declared or accrued and not yet received are generally valued at their full amount, unless the Manager has determined that any of these assets are not worth the full amount, in which event the value shall be deemed to be the value that the Manager reasonably deems to be fair value;
- (ii) precious metals (certificates or bullion) and other commodities are valued at their fair market value, generally based on prevailing market prices as reported on exchanges or other markets;

- (iii) portfolio securities listed on a public securities exchange are valued at their close price or last sale price reported before the Valuation Time on a Trading Day less an allocation for projected taxes payable by a Mackenzie ETF on capital gains in certain jurisdictions, if applicable. If there is no close price and if no sale is reported to have taken place before the Valuation Time on that Trading Day, they are valued at the average of the last bid and ask prices reported before that time on that Trading Day;
- (iv) unlisted portfolio securities traded on an over-the-counter market are valued at the last sale price reported before the Valuation Time on a Trading Day less an allocation for projected taxes payable by a Mackenzie ETF on capital gains in certain jurisdictions, if applicable. If no sale is reported to have taken place before the Valuation Time on that Trading Day, they are valued at the average of the last bid and ask prices reported before that time on that Trading Day;
- (v) notwithstanding the foregoing, if portfolio securities are interlisted or traded on more than one exchange or market, the Manager uses the close price or last sale price or the average of the last bid and ask prices, as the case may be, reported before the Valuation Time on the exchange or market that it determines to be the principal exchange or market for those securities;
- (vi) fixed-income securities listed on a public securities exchange will be valued at their close price or last sale price before the Valuation Time on a Trading Day, or if there is no close price and if no sale is reported to have taken place before the Valuation Time on that Trading Day, at the average of the last bid and ask prices before that time on that Trading Day;
- (vii) non-exchange-traded fixed-income securities of a Mackenzie ETF are valued at their fair value based on prices supplied by established pricing vendors, market participants or pricing models, as determined before the Valuation Time on a Trading Day;
- (viii) where a Mackenzie ETF owns securities issued by another investment fund, the securities of the other investment fund are valued at either the price calculated by the manager of the other investment fund for the applicable series of securities of the other investment fund for that Trading Day in accordance with the constating documents of the other investment fund if such securities are acquired by the Mackenzie ETF from the other investment fund or at their close price or last sale price reported before the Valuation Time on a Trading Day if such securities are acquired by the Mackenzie ETF on a public securities exchange;
- (ix) long positions in options, debt-like securities and warrants are valued at the current market value of their positions;
- (x) where an option is written by a Mackenzie ETF, the premium received by the Mackenzie ETF for the option is reflected as a deferred credit. The deferred credit is valued at an amount equal to the current market value of the option which would have the effect of closing the position. Any difference resulting from revaluation shall be treated as an unrealized gain or loss on investment. The deferred credit shall be deducted in calculating the NAV of the Mackenzie ETF. The Mackenzie ETF's portfolio securities which are the subject of a written option shall continue to be valued at the current market value as determined by the Manager;
- (xi) foreign currency hedging contracts are valued at their current market value on a Trading Day, with any difference resulting from revaluation being treated as an unrealized gain or loss on investment;
- (xii) the value of a forward contract or swap is the gain or loss on the contract that would be realized if, on that Trading Day, the position in the forward contract or the swap were to be closed out;
- (xiii) the value of a standardized future is (a) if daily limits imposed by the futures exchange through which the standardized future was issued are not in effect, the gain or loss on the standardized future that would be realized if, on a Trading Day, the position in the standardized future was closed out; or (b) if daily limits imposed by the futures exchange through which the standardized future was issued are in effect, based on the current market value of the underlying interest of the standardized future;

- (xiv) margin paid or deposited on standardized futures or forward contracts is reflected as an account receivable, and margin consisting of assets other than cash is noted as held as margin;
- (xv) portfolio securities that are quoted in foreign currencies are converted to Canadian dollars using an exchange rate as of the close of the North American markets on that Trading Day;
- (xvi) portfolio securities, the resale of which are restricted or limited by means of a representation, undertaking or agreement by a Mackenzie ETF or its predecessor in title or by law, are valued at the lesser of (a) their value based upon reported quotations in common use on a Trading Day; (b) that percentage of the market value of portfolio securities of the same class or series of a class, the resale of which is not restricted or limited by reason of any representation, undertaking or agreement or by law, equal to the percentage of the Mackenzie ETF's acquisition cost of the market value of the securities at the time of acquisition, but taking into account, if appropriate, the amount of time remaining until the restricted securities will cease to be restricted securities; and
- (xvii) notwithstanding the forgoing, portfolio securities and other assets for which market quotations are, in the opinion of the Manager, inaccurate, unreliable, not reflective of all available material information or not readily available, are valued at their fair value as determined by the Manager.

If a portfolio security cannot be valued under the forgoing rules or under any other valuation rules adopted under applicable securities laws, or if any rule the Manager has adopted is not set out under applicable securities laws but at any time is considered by the Manager to be inappropriate under the circumstances, then the Manager shall use a valuation that the Manager considers to be fair, reasonable and in the interest of Unitholders. In those circumstances, the Manager would typically review current press releases concerning the portfolio security, discuss an appropriate valuation with other portfolio managers and analysts and consult other industry sources to set an appropriate fair valuation. If at any time the foregoing rules conflict with the valuation rules required under applicable securities laws, the Manager will follow the valuation rules required under applicable securities laws.

The constating documents of each of the Mackenzie ETFs contain details of the liabilities to be included in calculating the NAV for the Units. The liabilities of a Mackenzie ETF include, without limitation, all bills, notes and accounts payable, all management fees and fund costs payable or accrued, all contractual obligations for the payment of money or property, all allowances authorized or approved by the Manager for taxes (if any) or contingencies and all other liabilities of the Mackenzie ETF.

### **Reporting of Net Asset Value**

The aggregate NAV of each Mackenzie ETF and the NAV per Unit is available to the public on the Manager's website at [www.mackenzieinvestments.com](http://www.mackenzieinvestments.com).

## **ATTRIBUTES OF THE UNITS**

### **Description of the Securities Distributed**

Each Mackenzie ETF is authorized to issue an unlimited number of Units, each of which represents an equal, undivided interest in the Units' proportionate share of the assets of the Mackenzie ETF.

On December 16, 2004, the *Trust Beneficiaries' Liability Act, 2004* (Ontario) came into force. This statute provides that holders of units of a trust are not, as beneficiaries, liable for any default, obligation or liability of the trust if, when the default occurs or the liability arises (i) the trust is a reporting issuer under the Securities Act (Ontario); and (ii) the trust is governed by the laws of Ontario. Each Mackenzie ETF is a reporting issuer under the Securities Act (Ontario) and each Mackenzie ETF is governed by the laws of Ontario by virtue of the provisions of the Declaration of Trust.

## **Certain Provisions of the Units**

Each Unit entitles the owner to one vote at all meetings of Unitholders and is entitled to participate equally with all other Units with respect to all distributions made by the Mackenzie ETF to Unitholders, other than management fee distributions and amounts paid on the exchange or redemption of Units. Units are issued only as fully paid and are non-assessable.

### ***Exchange of Units for Baskets of Securities or Cash***

On any Trading Day, Unitholders may exchange a minimum of a Prescribed Number of Units (and any additional multiple thereof) for Baskets of Securities and cash or only cash, at the discretion of the Manager. See “**Redemption of Units – Exchange of Prescribed Number of Units**”.

### ***Redemption of Units for Cash***

On any Trading Day, Unitholders may redeem Units in any number for cash at a redemption price per Unit equal to 95% of the closing price for the Units on the TSX or the NEO Exchange, as the case may be, on the effective day of the redemption. See “**Redemption of Units – Redemption of Units in any Number for Cash**”.

## **Modification of Terms**

All rights attached to the Units may only be modified, amended or varied in accordance with the terms of the Declaration of Trust. See “**Unitholder Matters – Amendments to the Declaration of Trust**”.

The Manager may amend the Declaration of Trust from time to time to redesignate the name of a Mackenzie ETF or to create a new class or series of units of a Mackenzie ETF without notice to existing Unitholders, unless such amendment in some way affects the existing Unitholders’ rights or the value of their investment.

## **UNITHOLDER MATTERS**

### **Meeting of Unitholders**

Except as otherwise required by law, meetings of Unitholders of a Mackenzie ETF will be held if called by the Manager upon written notice of not less than 21 days nor more than 50 days before the meeting.

### **Matters Requiring Unitholders Approval**

Under the Declaration of Trust, Unitholders are entitled to vote on any matter that pursuant to Canadian securities legislation must be submitted to Unitholders for approval. NI 81-102 requires that Unitholders of a Mackenzie ETF approve the following:

- (i) any change to the basis of the calculation of a fee or expense that is charged to the Mackenzie ETF or directly to its Unitholders if such change could result in an increase in charges to the Mackenzie ETF or its Unitholders, except where
  - (A) the Mackenzie ETF is at arm’s length with the person or company charging the fee or expense;
  - (B) the Unitholders have received at least 60 days’ written notice before the effective date of the change; and
  - (C) the right to notice described in (B) is disclosed in the prospectus of the Mackenzie ETF;
- (ii) the introduction of a fee or expense, to be charged to a Mackenzie ETF or directly to its Unitholders by the Mackenzie ETF or the Manager in connection with the holding of Units of the Mackenzie ETF that could result in an increase in charges to the Mackenzie ETF or its Unitholders (which would not include expenses

associated with complying with governmental or regulatory requirements introduced after the date the Mackenzie ETF was created), except where

- (A) the Mackenzie ETF is at arm's length with the person or company charging the fee or expense;
  - (B) the Unitholders have received at least 60 days' written notice before the effective date of the change; and
  - (C) the right to notice described in (B) is disclosed in the prospectus of the Mackenzie ETF;
- (iii) any change to the Manager, unless the new manager of the Mackenzie ETF is an affiliate of the Manager;
- (iv) any change to the fundamental investment objective of the Mackenzie ETF;
- (v) the decrease in the frequency of the calculation of the Mackenzie ETF's NAV per Unit;
- (vi) the undertaking by the Mackenzie ETF of a reorganization with, or transfer of its assets to, another mutual fund, if the Mackenzie ETF ceases to continue after the reorganization or transfer of assets and the transaction results in the Unitholders of the Mackenzie ETF becoming securityholders in the other mutual fund, unless
- (A) the IRC of the Mackenzie ETF has approved the change;
  - (B) the Mackenzie ETF is being reorganized with, or its assets are being transferred to, another mutual fund that is managed by the Manager, or an affiliate of the Manager;
  - (C) the Unitholders have received at least 60 days' written notice before the effective date of the change;
  - (D) the right to notice described in (C) is disclosed in the prospectus of the Mackenzie ETF; and
  - (E) the transaction complies with certain other requirements of applicable securities legislation; and
- (vii) the undertaking by the Mackenzie ETF of a reorganization with, or acquisition of assets from, another mutual fund, if the Mackenzie ETF continues after the reorganization or acquisition of assets, the transaction results in the securityholders of the other mutual fund becoming Unitholders of the Mackenzie ETF and the transaction would be a material change to the Mackenzie ETF.

In addition, the auditor of a Mackenzie ETF may not be changed unless the IRC has approved the change and Unitholders have received at least 60 days' written notice before the effective date of the change.

Approval of Unitholders of a Mackenzie ETF of any such matter will be given if a majority of the votes cast at a meeting of Unitholders of the Mackenzie ETF, duly called and held for the purpose of considering the same, approve the related resolution.

#### **Amendments to the Declaration of Trust**

The trustee may amend the Declaration of Trust from time to time, but it may not, without the approval of a majority of the votes of Unitholders of the Mackenzie ETF voting at a meeting of Unitholders duly called for such purpose, make any amendment relating to any matter in respect of which NI 81-102 requires a meeting, as set out above, or any amendment that will adversely affect the voting rights of Unitholders.

Unitholders are entitled to one vote per Unit held on the record date established for voting at any meeting of Unitholders.

## Accounting and Reporting to Unitholders

The fiscal year-end of the Mackenzie ETFs is March 31. The Mackenzie ETFs will deliver or make available to Unitholders (i) audited comparative annual financial statements; (ii) unaudited interim financial statements; and (iii) annual and interim MRFPs. Such documents are incorporated by reference into, and form an integral part of, this prospectus. See “**Documents Incorporated by Reference**”.

Each Unitholder will also be mailed annually, by his, her or its broker, no later than March 31, information necessary to enable such Unitholder to complete an income tax return with respect to amounts paid or payable by each Mackenzie ETF owned by such Unitholder in respect of the preceding taxation year of such Mackenzie ETF.

The Manager will ensure that each Mackenzie ETF complies with all applicable reporting and administrative requirements. The Manager will also ensure that adequate books and records are kept reflecting the activities of each Mackenzie ETF. A Unitholder or his, her or its duly authorized representative has the right to examine the books and records of the applicable Mackenzie ETF during normal business hours at the offices of the Fund Administrator. Notwithstanding the foregoing, a Unitholder shall not have access to any information that, in the opinion of the Manager, should be kept confidential in the interests of the Mackenzie ETFs.

## Permitted Mergers

A Mackenzie ETF may, without Unitholder approval, enter into a merger or other similar transaction that has the effect of combining that Mackenzie ETF with any other investment fund or funds that have investment objectives, valuation procedures and fee structures that are similar to the Mackenzie ETF, subject to

- (i) approval of the merger by the IRC;
- (ii) compliance with certain merger pre-approval conditions set out in section 5.6 of NI 81-102; and
- (iii) written notice being sent to Unitholders at least 60 days before the effective date of the merger.

In connection with any such merger, the merging funds will be valued at their respective NAVs and Unitholders of the Mackenzie ETF will be offered the right to redeem their Units for cash at the applicable NAV per Unit.

## TERMINATION OF THE MACKENZIE ETFS

A Mackenzie ETF may be terminated by the Manager on at least 60 days' notice to Unitholders of such termination, and the Manager will issue a press release in advance thereof. The Manager may also terminate (i) a Mackenzie ETF if the trustee resigns or becomes incapable of acting and is not replaced or (ii) a Mackenzie Index ETF if the Index Provider ceases to calculate the applicable Index or the Index License Agreement in respect of the applicable Index is terminated, as described under “**The Indices – Termination of an Index**”. Upon such termination, the securities held by the Mackenzie ETF, cash and other assets remaining after paying or providing for all liabilities and obligations of the Mackenzie ETF and any termination-related expenses payable by the Mackenzie ETF shall be distributed pro rata among the Unitholders of the Mackenzie ETF.

The rights of Unitholders to exchange and redeem Units described under “**Redemption of Units**” will cease as and from the date of termination of that Mackenzie ETF.

## RELATIONSHIP BETWEEN THE MACKENZIE ETFS AND DEALERS

The Manager, on behalf of the Mackenzie ETFs, may enter into various continuous distribution dealer agreements with registered dealers (that may or may not be Designated Brokers) pursuant to which the Dealers may subscribe for Units of one or more of the Mackenzie ETFs as described under “**Purchases of Units – Issuance of Units**”.

No Designated Broker or Dealer has been involved in the preparation of this prospectus or has performed any review of the contents of this prospectus and, as such, the Designated Brokers and the Dealers do not perform many of the usual underwriting activities in connection with the distribution by the Mackenzie ETFs of their Units under this prospectus. The Mackenzie ETFs have obtained exemptive relief from the Canadian securities regulatory authorities to relieve them from the requirement that this prospectus contain a certificate of the underwriter or underwriters.

## **PROXY VOTING DISCLOSURE FOR PORTFOLIO SECURITIES HELD**

The Mackenzie ETFs follow the proxy voting policies and procedures mandated by the Manager. The Manager's objective is to vote the securities of companies for which it has proxy-voting authority in a manner most consistent with the long-term economic interest of Mackenzie ETF Unitholders.

### **Voting Practices**

The Manager takes reasonable steps to vote all proxies received. However, the Manager cannot guarantee that it will vote in all circumstances. The Manager may refrain from voting where administrative or other procedures result in the costs of voting outweighing the benefits. The Manager may also refrain from voting if, in its opinion, abstaining or otherwise withholding our vote is in Unitholders' best interests.

### **Summary of Proxy Voting Policies**

Below is a statement of principles that generally describe how the Manager may vote on some commonly raised issues. The Manager may elect to vote contrary to these guidelines, provided the vote is in the best economic interest of the Mackenzie ETFs.

- (i) The Manager generally votes in favour of (a) proposals that support a majority of board members being independent of management; (b) the appointment of outside directors to an issuer board or audit committee; as well as (c) requirements that the chair of the board be separate from the office of the chief executive officer.
- (ii) Proxies related to executive compensation are voted on a case-by-case basis. Generally, the Manager will vote in favour of stock options and other forms of compensation that (a) do not result in a potential dilution of more than 10% of the issued and outstanding shares; (b) are granted under clearly defined and reasonable terms; (c) are commensurate with the duties of plan participants; and (d) are tied to the achievement of corporate objectives.
- (iii) The Manager will generally not support (a) the repricing of options; (b) plans that give the board broad discretion in setting the terms of the granting of options; or (c) plans that authorize allocation of 20% or more of the available options to any individual in any single year.
- (iv) The Manager will generally vote in favour of shareholder rights plans designed to provide sufficient time to undertake a fair and complete shareholder value maximization process and that do not merely seek to entrench management or deter a public bidding process. In addition, the Manager will generally support plans that promote the interests and equal treatment of all Unitholders, and that allow for periodic shareholder ratification.

The Manager will evaluate and vote on shareholder proposals on a case-by-case basis. All proposals on financial matters will be given consideration. Generally, proposals that place arbitrary or artificial constraints on the company will not be supported.

### **Conflicts of Interest**

Circumstances may occur where a Mackenzie ETF has a potential conflict of interest relative to its proxy voting activities. Where an internal portfolio manager has a conflict or potential conflict, he or she will notify our Chief Investment Officer ("CIO") and either the Vice-President, Legal ("VP, Legal") or the Chief Compliance Officer

(“**CCO**”). Should the CIO and either the VP, Legal or the CCO conclude that a conflict exists, the CCO will document the conflict and inform our fund services department (the “**Fund Services Department**”).

The Fund Services Department will maintain a proxy voting watch list (the “**Watch List**”) that includes the names of issuers that may be in conflict and will notify the CIO, and either the VP, Legal or CCO, of any meeting circulars and proxies received from an issuer on the Watch List. The CIO and either the VP, Legal or CCO will discuss the voting matter(s) with the internal portfolio manager and ensure that the proxy voting decision is based on the Manager’s proxy voting policies and is in the best interests of the Mackenzie ETF.

All voting decisions made as described in the following section are documented and filed by the Fund Services Department.

### **Proxy Voting Procedures**

Upon receipt of a meeting circular, the Fund Services Department logs the issuer name, date of receipt and other relevant information in a proxy database. The Fund Services Department then reviews the information and summarizes its findings.

The internal portfolio manager makes the voting decision and issues his/her direction to the Fund Services Department. The Fund Services Department logs the decision, forwards the completed proxy to the Custodian or the Custodian’s voting agent and files all related documentation.

The Fund Services Department retains files related to proxies, votes, and related research materials for a minimum two (2) years and off-site for a minimum five (5) years.

### **Information Requests**

The policies and procedures that the Mackenzie ETFs follow when voting proxies relating to portfolio securities are available upon request at any time, at no cost, by calling toll free at 1-800-387-0614 or by writing to Mackenzie Financial Corporation, 180 Queen Street West, Toronto, Ontario M5V 3K1.

Each Mackenzie ETF’s proxy voting record for the most recent 12-month period ending June 30 will be available free of charge to any Unitholder of that Mackenzie ETF upon request at any time after August 31 of the same year by calling 1.800.387.0614, and will also be available on our website at [www.mackenzieinvestments.com](http://www.mackenzieinvestments.com).

## **MATERIAL CONTRACTS**

The following contracts can reasonably be regarded as material to purchasers of Units, as applicable:

- (i) Declaration of Trust;
- (ii) Management Agreement;
- (iii) Sub-advisory agreement;
- (iv) Custodian Agreement; and
- (v) Index License Agreements.

Copies of the agreements referred to above may be inspected during business hours at the principal office of the Manager.



## LEGAL AND ADMINISTRATIVE PROCEEDINGS

The Manager is not aware of any ongoing legal and administrative proceedings material to the Mackenzie ETFs to which any Mackenzie ETF or the Manager is a party.

### Penalties and Sanctions

The Manager entered into a settlement agreement with the Ontario Securities Commission (“OSC”) on April 6, 2018 (“**Settlement Agreement**”).

The Settlement Agreement states that the Manager failed to (i) comply with NI 81-105 by not meeting the minimum standards of conduct expected of industry participants in relation to certain sales practices between May 2014 and December 2017; (ii) have systems of controls and supervision over its sales practices that were sufficient to provide reasonable assurances that it was complying with its obligations under NI 81-105; and (iii) maintain adequate books, records and other documents to demonstrate its compliance with NI 81-105.

The Manager agreed to (i) pay an administrative penalty of \$900,000 to the OSC; (ii) submit to regular reviews of its sales practices, procedures and controls by an independent consultant until the OSC is satisfied the Manager’s sales practices program is fully compliant with securities laws; and (iii) pay costs of the OSC’s investigation in the amount of \$150,000.

The purpose of NI 81-105 is to discourage sales practices that could be perceived as inducing dealers and their representatives to sell mutual fund securities on the basis of incentives they were receiving (such as promotional items or activities) rather than on the basis of what is suitable for, and in the best interest of, their clients.

In the Settlement Agreement, the OSC noted that, in response to the OSC investigation, the Manager (i) has dedicated significant financial and human resources to enhance its systems of controls and supervision for sales practices; (ii) retained an independent consultant in September 2017 to assess the quality of the Manager’s controls around its sales practices, and the consultant noted that, overall, the Manager has demonstrated a continuously improving compliance culture and since 2014 has seen increased investment in resources, both people and systems, focused on sales practices compliance; and (iii) has no disciplinary history with the OSC and cooperated with Staff in connection with Staff’s investigation of the matters referred to in this Settlement Agreement.

The Manager, and not any of its investment fund products (the “Mackenzie Products”), paid all monetary and non-monetary benefits at issue. The performance of the Mackenzie Products was not impacted by these matters and the management expense ratios of the Mackenzie Products were not affected. The Manager, and not the Mackenzie Products, has paid all costs, fines and expenses relating to the resolution of this matter, including the above-noted administrative penalty, investigative costs and the fees relating to the independent compliance consultant.

## EXPERTS

Borden Ladner Gervais LLP, legal counsel to the Mackenzie ETFs and the Manager, has provided certain legal opinions regarding the principal Canadian federal income tax considerations that apply to an investment in the Units by a Canadian resident individual and by a Registered Plan. See “**Income Tax Considerations**” and “**Eligibility for Investment**”.

Deloitte LLP, Chartered Professional Accountants, the auditor of the Mackenzie ETFs, has consented to the use of its audit report on the Mackenzie ETFs (except for the New Mackenzie ETFs) dated June 3, 2019, and to the use of its report dated, June 25, 2019, on the New Mackenzie ETFs. Deloitte LLP has confirmed that it is independent with respect to the Mackenzie ETFs within the meaning of the Rules of Professional Conduct of the Chartered Professional Accountants of Ontario.

## EXEMPTIONS AND APPROVALS

Each Mackenzie ETF has obtained exemptive relief from the Canadian securities regulatory authorities to permit

- (i) the purchase by a Unitholder of more than 20% of the Units of any Mackenzie ETF through purchases on the TSX, or NEO Exchange, as applicable, without regard to the takeover bid requirements of applicable Canadian securities legislation;
- (ii) a Mackenzie ETF to borrow cash in an amount not exceeding 5% of the net assets of the Mackenzie ETF for a period not longer than 45 days and, if required by the lender, to provide a security interest over any of its portfolio assets as a temporary measure to fund the portion of any distribution payable to Unitholders that represents amounts that have not yet been received by the Mackenzie ETF;
- (iii) a Mackenzie ETF to invest in another Mackenzie ETF or another exchange-traded fund managed by the Manager or one of its affiliates;
- (iv) a Mackenzie ETF to settle primary market trades in Units on the third business day after a trade; and
- (v) a Mackenzie ETF that invests a portion of its portfolio assets in T+3 Securities to settle primary market trades in Units of such Mackenzie ETF no later than the third business day after the date upon which pricing for the Units is determined. Secondary market trades of any Mackenzie ETF will continue to be subject to the settlement cycle that apply to exchange-traded securities in Canada, which customarily occurs no later than the second business day after the date upon which pricing for the Units is determined.

In addition, each Mackenzie ETF has obtained exemptive relief from the Canadian securities regulatory authorities from the requirement to include in the prospectus a certificate of an underwriter and a prescribed statement respecting purchasers' statutory rights of withdrawal and remedies of rescission or damages, provided that, among other things, the Manager has filed an ETF Facts document for the Units of the applicable Mackenzie ETF.

Each of Mackenzie Core Plus Global Fixed Income ETF and Mackenzie Global High Yield Fixed Income ETF has also obtained exemptive relief from the Canadian securities regulatory authorities to permit it to invest up to (i) 20% of its NAV in evidences of indebtedness that are government and/or supranational agency-issued or guaranteed debt securities of any one issuer with a credit rating of "AA" or higher and (ii) 35% of its NAV in evidences of indebtedness that are government and/or supranational agency-issued or guaranteed debt securities of any one issuer with a credit rating of "AAA" or higher. This approval includes the following conditions: exemptions (i) and (ii), above, may not be combined for any one issuer; the securities that are purchased must be traded on a mature and liquid market; and the acquisition of the securities purchased must be consistent with the fundamental investment objectives of the applicable Mackenzie ETF.

In addition, each Mackenzie ETF may rely on exemptive relief obtained by Mackenzie's mutual funds to permit them to purchase and hold securities of exchange-traded funds that seek to replicate the performance of gold or silver on an unlevered basis, and exchange-traded funds that invest, directly or indirectly through derivatives, in physical commodities, including, but not limited to, agriculture or livestock, energy, precious metals and industrial metals, on an unlevered basis. This relief is subject to a number of conditions, including that the investments must be in accordance with the fundamental investment objectives of the Mackenzie ETF, the securities of the exchange-traded fund must be traded on a stock exchange in Canada or the United States, underlying exchange-traded funds cannot represent more than 10% of the Mackenzie ETF's NAV and the Mackenzie ETF's aggregate exposure to physical commodities cannot exceed 10% of its NAV.

In addition, Mackenzie China A-Shares CSI 300 Index ETF has obtained exemptive relief from certain concentration and fund-on-fund restrictions contained in NI 81-102 in order to permit it to invest, in accordance with its investment objectives and strategies, primarily in the ChinaAMC CSI 300 Index ETF.

## OTHER MATERIAL FACTS

### Trademarks

The Manager is permitted to use the “TOBAM”, “Maximum Diversification” and “Diversification Ratio®” trademarks and service marks, and certain other trademarks and service marks, in connection with the Mackenzie ETFs pursuant to the applicable Index License Agreement made between the Manager and TOBAM.

The Manager is also permitted to use the trademarks and service marks of the other Index Providers in connection with the applicable Mackenzie ETFs pursuant to each of the relevant Index License Agreements.

### Index Provider Disclaimers

#### **TOBAM**

“TOBAM”, “Maximum Diversification” and “Diversification Ratio®” are registered trademarks and service marks of TOBAM S.A.S. or its affiliates (“**TOBAM**”) in certain countries and are used under license for certain purposes by the Manager. Reproduction of the TOBAM data and information in any form is prohibited except with the prior written permission of TOBAM S.A.S.

The Mackenzie Maximum Diversification ETFs are not sponsored, endorsed, sold or promoted by TOBAM. TOBAM makes no representation or warranty, express or implied, to the owners or prospective owners of securities of the Mackenzie Maximum Diversification ETFs or any member of the public regarding the advisability of investing in securities generally or in the Mackenzie Maximum Diversification ETFs in particular, the ability of the Mackenzie Maximum Diversification ETFs to track the price and yield performance of the TOBAM Maximum Diversification Canada Index, the TOBAM Maximum Diversification USA Index, the TOBAM Maximum Diversification Developed Europe Index, the TOBAM Maximum Diversification All World Developed Index, the TOBAM Maximum Diversification Emerging Index or the TOBAM Maximum Diversification All World Developed ex North America Index (collectively, “**TOBAM Indices**”), as the case may be, or the ability of the TOBAM Indices to track the applicable market performance. TOBAM’s only relationship to the Manager is the licensing of certain indices, information, data, trademarks and trade names of TOBAM. The TOBAM Indices are determined, composed and calculated by or on behalf of TOBAM without regard to the Manager or the Mackenzie Maximum Diversification ETFs. TOBAM has no obligation to take the needs of the Manager or the owners or prospective owners of the securities of the Mackenzie Maximum Diversification ETFs into consideration in determining, composing or calculating the TOBAM Indices. TOBAM is not responsible for, and has not participated in, the determination of the prices and amount of the securities to be issued by the Mackenzie Maximum Diversification ETFs or the timing of the issuance or sale of the securities to be issued by the Mackenzie Maximum Diversification ETFs. TOBAM has no obligation or liability in connection with the administration, marketing or trading of securities of the Mackenzie Maximum Diversification ETFs.

TOBAM DOES NOT GUARANTEE THE ACCURACY OR COMPLETENESS OF THE TOBAM INDICES OR ANY DATA INCLUDED THEREIN AND TOBAM HAS NO LIABILITY FOR ANY ERRORS OR OMISSIONS THEREIN. TOBAM MAKES NO WARRANTY, EXPRESS OR IMPLIED, AS TO RESULTS TO BE OBTAINED BY THE MANAGER, OWNERS OR PROSPECTIVE OWNERS OF SECURITIES OF THE MACKENZIE MAXIMUM DIVERSIFICATION ETFS OR ANY OTHER PERSON OR ENTITY FROM THE USE OF THE TOBAM INDICES OR ANY DATA INCLUDED THEREIN. TOBAM MAKES NO EXPRESS OR IMPLIED WARRANTY, AND EXPRESSLY DISCLAIMS ALL WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE WITH RESPECT TO THE TOBAM INDICES AND ANY DATA INCLUDED THEREIN.

The TOBAM Maximum Diversification USA Index is designed to measure the performance of U.S. large and mid capitalization equity securities selected and weighted to enhance diversification. The TOBAM Maximum Diversification Europe Index is designed to measure the performance of large and mid capitalization equity securities of developed European markets selected and weighted to enhance diversification. The TOBAM Maximum Diversification All World Developed Index is designed to measure the performance of large and mid capitalization equity securities of developed markets selected and weighted to enhance diversification. The TOBAM Maximum

Diversification All World Developed ex North America is designed to measure the performance of large and mid capitalization equity securities of developed markets, excluding the U.S. and Canada, selected and weighted to enhance diversification. The TOBAM Maximum Diversification Emerging Index is designed to measure the performance of large and mid capitalization equity securities of advanced and secondary emerging markets selected and weighted to enhance diversification. On March 1, 2019, these ETFs began to track a version of the applicable index which is calculated net of withholding taxes.

Solactive is the third-party calculation agent of the TOBAM Indices and receives compensation in that capacity. The Mackenzie Maximum Diversification ETFs are not sponsored, promoted, sold or supported in any other manner by Solactive, nor does Solactive offer any express or implicit guarantee or assurance either with regard to the results of using the TOBAM Indices and/or any TOBAM Index trademark or the TOBAM Index price at any time or in any other respect. The TOBAM Indices are calculated and published by Solactive. Solactive uses its best efforts to ensure that the TOBAM Indices are calculated correctly. Irrespective of its obligations towards TOBAM, Solactive has no obligation to point out errors in the TOBAM Indices to third parties, including, but not limited to, investors and/or financial intermediaries of the Mackenzie Maximum Diversification ETFs. Neither publication of the TOBAM Indices by Solactive nor the licensing of such TOBAM Indices or any TOBAM Index trademark for the purpose of use in connection with the Mackenzie Maximum Diversification ETFs constitutes a recommendation by Solactive to invest capital in said Mackenzie Maximum Diversification ETFs, nor does it in any way represent an assurance or opinion of Solactive with regard to any investment in the Mackenzie Maximum Diversification ETFs.

### ***CSI***

All rights in the CSI 300 Index vest in CSI. “CSI 300®” is a trademark of CSI. CSI does not make any warranties, express or implied, regarding the accuracy or completeness of any data related to the CSI 300 Index. CSI is not liable to any person for any error of the CSI 300 Index, nor shall it be under any obligation to advise any person of any error therein. Mackenzie China A-Shares CSI 300 Index ETF is in no way sponsored, endorsed, sold or promoted by CSI and CSI shall not have any liability with respect thereto.

### ***Solactive***

The Mackenzie Solactive ETFs are not sponsored, promoted, sold or supported in any other manner by Solactive nor does Solactive offer any express or implicit guarantee or assurance either with regard to the results of using the Solactive Indices, trademarks and/or the price of a Solactive Index at any time or in any other respect. The Solactive Indices are calculated and published by Solactive. Solactive uses its best efforts to ensure that the Solactive Indices are calculated correctly. Irrespective of its obligations towards Mackenzie, Solactive has no obligation to point out errors in the Solactive Indices to third parties including but not limited to investors and/or financial intermediaries of the Mackenzie Solactive ETFs. Neither publication of the Solactive Indices by Solactive nor the licensing of the Solactive Indices or related trademark(s) for the purpose of use in connection with the Mackenzie Solactive ETFs constitutes a recommendation by Solactive to invest capital in said Mackenzie Solactive ETFs nor does it in any way represent an assurance or opinion of Solactive with regard to any investment in these Mackenzie Solactive ETFs.

## **PURCHASERS’ STATUTORY RIGHTS OF WITHDRAWAL AND RESCISSION**

Securities legislation in certain of the provinces and territories of Canada provides purchasers with the right to withdraw from an agreement to purchase securities of exchange-traded funds within 48 hours after the receipt of a confirmation of a purchase of such securities. In several of the provinces and territories of Canada, the securities legislation further provides a purchaser with remedies for rescission or, in some jurisdictions, revisions of the price or damages, if the prospectus and any amendment contains a misrepresentation or for non-delivery of the ETF Facts, provided that the remedies for rescission, revisions of the price or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser’s province or territory.

Notwithstanding the foregoing, purchasers of Units of the Mackenzie ETFs will not have the right to withdraw from an agreement to purchase the Units after the receipt of a prospectus and any amendment, and will not have remedies for rescission, damages or revision of the price for non-delivery of the prospectus or any amendment, if the dealer receiving the purchase order has obtained an exemption from the prospectus delivery requirement under a decision pursuant to National Policy 11-203 *Process for Exemptive Relief Applications in Multiple Jurisdictions* (“NP 11-

203”). However, purchasers of Units of the Mackenzie ETFs will, in the applicable provinces of Canada, retain their right under securities legislation to rescind their purchase within 48 hours (or, if purchasing under a contractual plan, such longer time period as applicable) after the receipt of a confirmation of purchase.

However, the Manager has obtained exemptive relief from the requirement in securities legislation to include an underwriter’s certificate in the prospectus under a decision pursuant to NP 11-203. As such, purchasers of Units of the Mackenzie ETFs will not be able to rely on the inclusion of an underwriter’s certificate in the prospectus or any amendment for the statutory rights and remedies that would otherwise have been available against an underwriter that would have been required to sign an underwriter’s certificate.

The purchaser should refer to the applicable provisions of the securities legislation of the province or territory and the decisions referred to above for the particulars of these rights or should consult with a legal adviser.

### **DOCUMENTS INCORPORATED BY REFERENCE**

During the period in which the Mackenzie ETFs are in continuous distribution, additional information is available in

- (i) the most recently filed ETF Facts documents of the Mackenzie ETFs;
- (ii) the most recently filed annual financial statements of the Mackenzie ETFs, together with the accompanying report of the auditor, if any;
- (iii) any interim financial statements filed after the most recently filed annual financial statements of the Mackenzie ETFs;
- (iv) the most recently filed annual MRFP of the Mackenzie ETFs, if any; and
- (v) any interim MRFP of the Mackenzie ETFs filed after the most recent annual MRFP.

These documents are incorporated by reference into the prospectus, which means that they legally form part of this document just as if they were printed as part of this document. A Unitholder can get a copy of these documents upon request and at no cost by calling 1.800.387.0614 or by contacting a registered dealer.

These documents are available on the Manager’s website at **[www.mackenzieinvestments.com](http://www.mackenzieinvestments.com)** or by contacting the Manager at 1.800.387.0614 or via e-mail at *[service@mackenzieinvestments.com](mailto:service@mackenzieinvestments.com)*.

These documents and other information about the Mackenzie ETFs are available on the internet at **[www.sedar.com](http://www.sedar.com)**.

In addition to the documents listed above, any document of the type described above that are filed on behalf of the Mackenzie ETFs after the date of this prospectus and before the termination of the distribution of the Mackenzie ETFs are deemed to be incorporated by reference into this prospectus.

## INDEPENDENT AUDITOR'S REPORT

To the Directors of Mackenzie Financial Corporation, the Manager of Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged) and Mackenzie Emerging Markets Local Currency Bond Index ETF (each individually, the “**ETF**”)

### *Opinion*

We have audited the financial statement of the ETF, which comprises the statement of financial position as at June 25, 2019, and notes to the financial statements, including a summary of significant accounting policies (collectively referred to as the “**financial statement**”).

In our opinion, the accompanying financial statement of the ETF presents fairly, in all material respects, the financial position of the ETF as at June 25, 2019, in accordance with International Financial Reporting Standards (“**IFRS**”).

### *Basis for Opinion*

We conducted our audit in accordance with Canadian generally accepted auditing standards (“**Canadian GAAS**”). Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Statement section of our report. We are independent of the ETF in accordance with the ethical requirements that are relevant to our audit of the financial statement in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### *Responsibilities of Management and Those Charged with Governance for the Financial Statement*

Management is responsible for the preparation and fair presentation of the financial statement in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of financial statement that is free from material misstatement, whether due to fraud or error.

In preparing the financial statement, management is responsible for assessing the ETF’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the ETF or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the ETF’s financial reporting process.

### *Auditor’s Responsibilities for the Audit of the Financial Statement*

Our objectives are to obtain reasonable assurance about whether the financial statement as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian GAAS will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial statement.

As part of an audit in accordance with Canadian GAAS, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statement, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the ETF's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates, if any, and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ETF's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statement or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the ETF to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statement, including the disclosures, and whether the financial statement represents the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

***“Deloitte LLP”***

**Chartered Professional Accountants,  
Licensed Public Accountants**  
June 25, 2019

**MACKENZIE EMERGING MARKETS BOND INDEX ETF (CAD-HEDGED)**  
**STATEMENT OF FINANCIAL POSITION**

**As at June 25, 2019**

**Assets**

**Current assets**

Cash	\$	<u>100</u>
<b>Total assets</b>	<b>\$</b>	<b><u>100</u></b>
Net assets attributable to Unitholders	\$	<u>100</u>
Net assets attributable to Unitholders per Unit	\$	<b>100</b>

Approved on behalf of the Board of Directors of  
Mackenzie Financial Corporation, as Trustee of Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged)

**“Paul G. Oliver”**

Paul G. Oliver  
Director

**“Karen L. Gavan”**

Karen L. Gavan  
Director

**Notes to Statement of Financial Position**

1. Mackenzie Emerging Markets Bond Index ETF (CAD-Hedged) (the “ETF”) is an exchange-traded fund established as a trust under the laws of the Province of Ontario effective June 25, 2019. The ETF has been established pursuant to a declaration of trust. The ETF’s registered office is 180 Queen Street West, Toronto, Ontario, Canada. This financial statement has been prepared in accordance with International Financial Reporting Standards.
2. Mackenzie Financial Corporation, the Manager of the ETF, has subscribed for one redeemable unit of the ETF at \$100 per unit on June 25, 2019.
3. Units of the ETF are redeemable units which are puttable at the holders’ option and entitle the holder to a proportionate share of the ETF’s Net Assets.
4. The ETF’s functional and presentation currency is the Canadian dollar, which is the currency considered to most faithfully represent the economic effects of the ETF’s underlying transactions, events and conditions taking into consideration the manner in which securities are issued and redeemed and how returns and performance by the ETF are measured.
5. As detailed in the prospectus, the ETF pays a management fee to the Manager at an annual rate of 0.45%. The Manager is responsible for all other costs and expenses including custody and safekeeping fees payable to the custodian, fees payable to the registrar and transfer agent, the fund administrator, the auditor and other service providers.



**MACKENZIE EMERGING MARKETS LOCAL CURRENCY BOND INDEX ETF**  
**STATEMENT OF FINANCIAL POSITION**

**As at June 25, 2019**

**Assets**

**Current assets**

Cash	\$	<u><b>100.00</b></u>
<b>Total assets</b>	<b>\$</b>	<u><b>100.00</b></u>
 Net assets attributable to Unitholders	 \$	 <u><b>100.00</b></u>
 Net assets attributable to Unitholders per Unit	 \$	 <b>100.00</b>

Approved on behalf of the Board of Directors of  
Mackenzie Financial Corporation, as Trustee of Mackenzie Emerging Markets Local Currency Bond Index ETF

**“Paul G. Oliver”**

Paul G. Oliver  
Director

**“Karen L. Gavan”**

Karen L. Gavan  
Director

**Notes to Statement of Financial Position**

1. Mackenzie Emerging Markets Local Currency Bond Index ETF (the “ETF”) is an exchange-traded fund established as a trust under the laws of the Province of Ontario effective June 25, 2019. The ETF has been established pursuant to a declaration of trust. The ETF’s registered office is 180 Queen Street West, Toronto, Ontario, Canada. This financial statement has been prepared in accordance with International Financial Reporting Standards.
2. Mackenzie Financial Corporation, the Manager of the ETF, has subscribed for one redeemable unit of the ETF at \$100.00 per unit on June 25, 2019.
3. Units of the ETF are redeemable units which are puttable at the holders’ option and entitle the holder to a proportionate share of the ETF’s Net Assets.
4. The ETF’s functional and presentation currency is the Canadian dollar, which is the currency considered to most faithfully represent the economic effects of the ETF’s underlying transactions, events and conditions taking into consideration the manner in which securities are issued and redeemed and how returns and performance by the ETF are measured.
5. As detailed in the prospectus, the ETF pays a management fee to the Manager at an annual rate of 0.45%. The Manager is responsible for all other costs and expenses including custody and safekeeping fees payable to the custodian, fees payable to the registrar and transfer agent, the fund administrator, the auditor and other service providers.

**CERTIFICATE OF THE MACKENZIE ETFs, THE TRUSTEE, MANAGER AND PROMOTER**

Dated: June 25, 2019

This prospectus, together with the documents incorporated herein by reference, constitutes full, true and plain disclosure of all material facts relating to the securities offered by this prospectus as required by the securities legislation of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, Québec, Nova Scotia, New Brunswick, Prince Edward Island, Newfoundland and Labrador, Yukon, Northwest Territories and Nunavut.

MACKENZIE FINANCIAL CORPORATION  
as Trustee and Manager of the Mackenzie ETFs

***“Barry McInerney”***

Barry McInerney  
Chairman, President and Chief Executive Officer

***“Luke Gould”***

Luke Gould  
Executive Vice-President and Chief Financial Officer

On behalf of the Board of Directors of Mackenzie Financial Corporation

***“Karen L. Gavan”***

Karen L. Gavan  
Director

***“Brian M. Flood”***

Brian M. Flood  
Director

MACKENZIE FINANCIAL CORPORATION  
as Promoter of the Mackenzie ETFs

***“Barry McInerney”***

Barry McInerney  
Chairman, President and Chief Executive Officer